

# 長江製衣廠有限公司

## YANGTZEKIANG GARMENT MANUFACTURING COMPANY LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 294)

### Form of Proxy for use at the Extraordinary General Meeting to be held at 22 Tai Yau Street, San Po Kong, Kowloon, Hong Kong on Friday, 23rd September, 2005 at 12:00 noon (or any adjournment thereof)

I/We<sup>1</sup> \_\_\_\_\_

of \_\_\_\_\_

being the registered holder(s) of<sup>2</sup> \_\_\_\_\_ ordinary shares ("Shares") of HK\$0.50 each in the capital of Yangtzekiang Garment Manufacturing Company Limited (the "Company") HEREBY APPOINT<sup>3</sup> \_\_\_\_\_

of \_\_\_\_\_

or failing him/her, the Chairman of the Meeting as my/our proxy to attend and act for me/us and on my/our behalf at the Extraordinary General Meeting (the "Meeting") of the Company to be held at 22 Tai Yau Street, San Po Kong, Kowloon, Hong Kong on Friday, 23rd September, 2005 at 12:00 noon and at any adjournment thereof and to vote for me/us on the undermentioned resolution as indicated below and on any other business that may properly come before the Meeting.

| ORDINARY RESOLUTION  | FOR <sup>4</sup> | AGAINST <sup>4</sup> |
|--|------------------|----------------------|
| To approve the Continuing Connected Transactions (as defined in the circular to the shareholders of Yangtzekiang Garment Manufacturing Company Limited dated 1st September, 2005, a copy of which has been produced to the meeting marked "A" and signed by the Chairman hereof for the purpose of identification) and the related annual caps in respect of each of the three financial years ending 31st March, 2008, and to authorise the Directors to execute all such documents and do all such acts as they may in their absolute discretion consider expedient, necessary or desirable to give effect to the transactions contemplated under the Continuing Connected Transactions. |                  |                      |

Dated the \_\_\_\_\_ day of \_\_\_\_\_, 2005

Signature<sup>5</sup> \_\_\_\_\_

#### Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of Shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the Shares the Company registered in your name(s).
3. Please insert in **BLOCK CAPITALS** full name(s) and address(es) of the proxy desired. If no name is inserted, the Chairman of the Meeting will act as your proxy. Any alteration made to this form of proxy must be initialled by the person(s) who signs it.
4. Please indicate with an "✓" in the appropriate space beside the resolution how you wish the proxy to vote on your behalf on a poll. If this form is returned duly signed, but without any indication, the proxy will vote for or against the resolution or will abstain, at his discretion.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorised.
6. In the case of joint registered holders, any one of such holders may vote at the Meeting either personally or by proxy in respect of such Share as if he were solely entitled thereto, but if more than one of such joint holders is present at the Meeting personally or by proxy, that joint holder so present whose name stands first on the register in respect of such shares shall alone be entitled to vote in respect thereof.
7. To be valid this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notorially certified copy of such power or authority shall be deposited with the registered office of the Company at 22 Tai Yau Street, San Po Kong, Kowloon, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjourned Meeting. A proxy need not be a member of the Company.