



DYNAMIC HOLDINGS LIMITED

達力集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 029)

Form of proxy for use at the annual general meeting (or at any adjournment thereof) of DYNAMIC HOLDINGS LIMITED ("Company") to be convened on Thursday, 29th December, 2005 at 11:00 a.m.

I/We (Note 1) _____ of _____
_____ being the registered holder(s) of (Note 2)
_____ shares of HK\$1.00 each in the share capital of the Company, HEREBY APPOINT (Note 3)
_____ of _____

_____ or failing him, the Chairman of the meeting as my/our proxy to act for me/us at the annual general meeting (or at any adjournment thereof) of the Company to be held at Unicorn Room, Basement 2, The Charterhouse, 209–219 Wanchai Road, Wanchai, Hong Kong on Thursday, 29th December, 2005 at 11:00 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the resolutions set out in the notice convening the said meeting (or at any adjournment thereof), to vote for me/us and in my/our name(s) as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

Resolutions	For (Note 4)	Against (Note 4)
1. To receive and consider the audited financial statements and the reports of the Directors and Auditors for the year ended 30th June, 2005.		
2. To declare a final dividend of 2 Hong Kong cents per share.		
3. (a) To re-elect Mr. CHEUNG Chi Ming as Director.		
(b) To re-elect Mr. CHONG Kim Chan, Kenneth as Director.		
(c) To re-elect Mr. SY Robin as Director.		
(d) To authorise the Directors to fix the Directors' remuneration.		
4. To re-appoint Messrs. Deloitte Touche Tohmatsu as Auditors and to authorize the Directors to fix their remuneration.		
5. Pursuant to ordinary resolution no. 5 of the notice of the above meeting, to grant a general mandate to the Directors to repurchase issued shares of the Company.		
6. Pursuant to ordinary resolution no. 6 of the notice of the above meeting, to grant a general mandate to the Directors to issue shares of the Company.		
7. Pursuant to ordinary resolution no. 7 of the notice of the above meeting, to extend the general mandate granted to the Directors to issue additional shares of the Company.		
8. Pursuant to special resolution no. 8 of the notice of the above meeting, to amend the Bye-Laws of the Company.		

Dated _____, 2005 Signature _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of HK\$1.00 each registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR EITHER OF THE RESOLUTIONS, TICK IN THE BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST EITHER OF THE RESOLUTIONS, TICK IN THE BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete the boxes will entitle your proxy to cast his vote at his discretion.
- This form of proxy must be signed by you or your attorney duly authorized 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 authorized.
- Where there are joint registered holders of any share(s), any one of such persons may vote at the above meeting (or at any adjournment thereof), either personally or by proxy, in respect of such share(s) as if he were solely entitled thereto; but if more than one of such joint holders be present at the above meeting (or at any adjournment thereof) personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such share(s) shall alone be entitled to vote in respect thereof.
- To be valid, this form of proxy, duly completed and signed in accordance with the instructions printed herein together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the principal place of business of the Company at 17th Floor, Eton Tower, 8 Hysan Avenue, Causeway Bay, Hong Kong not less than 48 hours before the time for holding the above meeting or adjourned meeting thereof (as the case may be).
- The proxy need not be a member of the Company but must attend the above meeting (or at any adjournment thereof). The proxy may vote on your behalf on a poll.
- Any alteration made in this form of proxy must be initialled by the person who signs it.
- Completion and return of this form of proxy will not preclude you from attending and voting at the annual general meeting (or any adjournment thereof) should you so wish.