永恩國際集團有限公司
PRIME SUCCESS INTERNATIONAL GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 210)

FORM OF PROXY FOR ANNUAL GENERAL MEETING TO BE HELD ON 25 MAY 2005

I/We *(Note 1)* ____

of ____

being the registered holder(s) of ______________________ share(s) *(Note 2)* of HK$0.10 each in the capital of **PRIME SUCCESS INTERNATIONAL GROUP LIMITED** (the "Company") hereby appoint the Chairman of the Meeting or *(Note 3)* ______________________________

of ____

as my/our proxy to attend and vote for me/us at Annual General Meeting of the Company to be held at the Ballroom, Level 3, JW Marriot Hotel Hong Kong, One Pacific Place, 88 Queensway, Hong Kong on Wednesday 25 May 2005 at 2:30 p.m. and adjournment thereof on the undermentioned resolutions:–

RESOLUTIONS	FOR *(Note 4)*	AGAINST *(Note 4)*
1. To receive and consider the audited accounts and the reports of the Directors and auditors for the year ended 31 December 2004.		
2. To declare a final divided for the year ended 31 December 2004.		
3. To re-elect Directors and to fix the remuneration of Directors.		
4. To re-appoint auditors and to authorise the Directors to fix their remuneration.		
5A. To grant a general mandate to the Directors to repurchase the Company's own securities		
5B. To grant a general mandate to the Directors to allot securities		
5C. To add the nominal amount of the securities repurchased by the Company under resolution no. 5B to the mandate granted to the Directors under resolution no. 5A		

Dated this __________ day of ________________ 2005 Signature(s) *(Note 5)* ______________________

Notes:

1. Full name(s) and address(es) to be inserted in BLOCK CAPITALS.
2. Please insert the number of shares of HK$0.10 each registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the capital of the Company registered in your name(s).
3. If any proxy other than the Chairman is preferred, strike out "the Chairman of the Meeting or" and insert the name and address of the desired proxy in the space provided. ANY ALTERATION MADE TO THIS FORM MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.
4. IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK THE BOXES MARKED "AGAINST". Failure to complete any or all the boxes will entitle your proxy to cast his/her votes at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
6. In the case of joint holders, this form of proxy must be signed by the shareholder whose name stands first in the register of members.
7. To be valid, this form of proxy 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 with the Company's registrar in Hong Kong, Secretaries Limited at G/F, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the Meeting (or any adjourned Meeting).
8. The proxy needs not be a member of the Company but must attend the Meeting in person to represent you.
9. Whether or not you attend or present at the Annual General Meeting, you are requested to complete the form of proxy. The completion and return of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish, in which case this form of proxy shall be deemed to be revoked.