



NOBLE JEWELRY HOLDINGS LIMITED
億 鑽 珠 寶 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 00475)

**Form of proxy for use at the Extraordinary General Meeting
to be held at 4:00 p.m. on Thursday, 20 October 2011 (and at any adjournment thereof)**

I/We (Name) _____ (Block capitals, please)
of (Address) _____
being the registered holder(s) of ^(Note 1) _____ ordinary shares of HK\$0.01 each (the "Ordinary Shares") in the capital of Noble Jewelry Holdings Limited (the "Company") hereby appoint (Name) ^(Note 2) _____
of (Address) _____
or failing him/her (Name) _____
of (Address) _____
or failing him/her, the chairman of the extraordinary general meeting ("Meeting") of the Company as my/our proxy to attend and act for me/us at the Meeting (and at any adjournment thereof) to be held at Unit A, 29/F, Admiralty Centre I, 18 Harcourt Road, Hong Kong on Thursday, 20 October 2011 at 4:00 p.m. for the purposes of considering and, if thought fit, passing the resolutions as set out in the notice of convening the Meeting and at such Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below ^(Note 3), or if no such indication is given, as my/our proxy thinks fit.

Ordinary Resolutions		For ^(Note 3)	Against ^(Note 3)	Abstain ^(Note 3)
1.	To approve the Share Premium and Reserve Application and Distribution In Specie			
2.	To approve the transactions contemplated under the Guangzhou Sinoble Lease Agreement and the Guangzhou Yizuan Lease Agreement			

Dated this _____ day of _____ 2011 Signature(s) _____ ^(Note 4)

Notes:

- Please insert the number of Ordinary Shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the Ordinary Shares in the capital of the Company registered in your name(s).
- If you wish to appoint some person other than the chairman of the Meeting as your proxy, please insert the name and address of the person appointed in the space provided. If no name is inserted, the chairman of the Meeting will act as your proxy. A proxy need not be a member of the Company. Any member of the Company entitled to attend and vote at the Meeting is entitled to appoint another person as his proxy to attend and vote instead of him. A member of the Company who is the holder of two or more Shares may appoint more than one proxy to represent him and vote on his behalf at the Meeting or at a class meeting.
- 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 APPROPRIATE BOXES MARKED "AGAINST". IF YOU WISH TO ABSTAIN, TICK THE APPROPRIATE BOXES MARKED "ABSTAIN".** Failure to complete any or all the boxes will entitle your proxy to cast his/her votes at his/her discretion or abstain from voting. Your proxy will also be entitled to vote or abstain at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice of convening the Meeting.
- Where there are joint holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he were solely entitled thereto, but if more than one of such joint holders be present at any meeting the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- 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 certified copy of such power or authority must be delivered to the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding of the Meeting or any adjournment thereof (as the case may be).
- Delivery of an instrument appointing a proxy should not preclude a member from attending and voting in person at the Meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- Any alteration made to this form should be initialled by the person who signs the form.