LAI SUN DEVELOPMENT

Lai Sun Development Company Limited
(Incorporated in Hong Kong with limited liability)
(Stock Code: 488)

Form of Proxy for the Extraordinary General Meeting of Lai Sun Development Company Limited (the "Company") to be held at Harbour View Room III and IV, 3rd Floor, The Excelsior, Hong Kong, 281 Gloucester Road, Causeway Bay, Hong Kong on Thursday, 22 September 2011 at 10:30 a.m.

Number of Shares to which this Form of Proxy relates *(Note 1)*	

I/We *(Note 2)*, ______________________________ of ______________________________,

being the registered holder(s) of ordinary shares of HK$0.01 each in the share capital the Company (the "**Shares**"), HEREBY APPOINT the Chairman of the meeting *(Note 3)* or ______________________________

of ______________________________

to act as my/our proxy, to attend and vote for me/us on my/our behalf *(Note 4)* at the extraordinary general meeting of the Company (the "**EGM**") to be held at Harbour View Room III and IV, 3rd Floor, The Excelsior, Hong Kong, 281 Gloucester Road, Causeway Bay, Hong Kong on Thursday, 22 September 2011 at 10:30 a.m. and at any adjournment thereof and to vote for me/us on my/our behalf in respect of the resolutions to be put to the EGM and its adjournments as described in the notice of the EGM to shareholders of the Company dated 5 September 2011 as hereunder indicated and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS *(Note 9)*	**FOR** *(Note 5)*	**AGAINST** *(Note 5)*
1. To grant an approval authorising the directors of the Company to allot and issue shares pursuant to section 57B of the Companies Ordinance, Cap.32 of the Laws of Hong Kong		
2. To increase the authorised share capital of the Company and authorise the directors of the Company to do all acts in relation thereto		

Date ______________________ 2011

Signature(s) *(Notes 6, 7 and 8)* ______________________

Contact Phone Number ______________________

Notes:

1. Please insert the number of Shares. If no number is inserted or the number inserted exceeds the total number of Shares registered in your name(s), this form of proxy will be deemed to relate to all the Shares registered in your name(s).
2. **Full name(s) and address(es) to be inserted in BLOCK CAPITALS.**
3. This form of proxy appoints the Chairman of the EGM as your proxy. If you wish to appoint a proxy other than the Chairman of the EGM, you must delete the words "the Chairman of the meeting" and insert the name and address of the proxy desired in the space provided. **Any alteration made to this form of proxy must be initialed by the person who signs it**. If no amendment is made, the Chairman of the EGM shall be deemed to have been appointed as your proxy. Any member of the Company entitled to attend and vote at the EGM convened by the above-mentioned notice is entitled to appoint one or more proxies to attend and vote on his/her/its behalf. The proxy appointed by you need not be a member of the Company.
4. Completion and delivery of this form of proxy will not preclude you from attending and voting in person at the EGM (or any adjournment thereof) if you so wish. In that event, your form of proxy will be deemed to have been revoked.
5. **IMPORTANT: If you wish to vote for the resolutions, please put a tick "✓" in the appropriate boxes under "FOR". If you wish to vote against the resolutions, please put a tick in the appropriate boxes under "AGAINST". Failure to tick either box will entitle your proxy to vote or abstain at his/her discretion in respect of the relevant resolutions.** Save to the extent of any instructions as aforesaid, this form of proxy gives absolute authority to the proxy to do all such things (including voting or abstaining as he/she may at his/her absolute discretion consider appropriate) that the appointing member may do in respect of any business which might arise at the EGM.
6. 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 of such power or authority, must be lodged with the Company's share registrar, **Tricor Tengis 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 the EGM or any adjournment thereof (as the case may be). No instrument appointing a proxy shall be valid after the expiration of 12 months from the date of its execution, except at an adjourned meeting or on a poll demanded at a meeting or an adjourned meeting in cases where the meeting was originally held within 12 months from such date.
7. This form of proxy must be signed by you or your attorney duly authorised in writing or, in case of a corporation, must either be executed under its common seal or under the hand of an officer, attorney or other person duly authorised.
8. Where there are joint registered holders of any share, any one of such joint holders may attend and vote at the EGM, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the EGM, whether in person or by proxy, that one of such holders so present whose name stands first in the register of members of the Company in respect of such Share shall be alone be entitled to vote in respect thereof.
9. The Company reserves its right to treat any form of proxy which has been incorrectly completed in some manner as valid if such incorrectness, at the Company's absolute discretion, is not material.
10. A Member or his/her/its proxy should produce proof of identity when attending the EGM. If a corporate Member appoints its representative to attend the EGM, such representative should produce proof of identity and a copy of the resolution of the board of directors or other governing body of that Member appointing such representative to attend the EGM.
11. The full text of the above ordinary resolutions is set out in the notice of the EGM.