WING ON TRAVEL (HOLDINGS) LIMITED

(Incorporated in Bermuda with limited liability)
(Stock Code: 1189)

Form of proxy for the special general meeting to be held on Tuesday, 8 June 2004 (or any adjournment thereof)

I/We *(note 1)* ____
of ____
being the registered holder(s) of *(note 2)* ____________________ shares of HK$0.01 each in the capital of WING ON TRAVEL (HOLDINGS) LIMITED (the "company") HEREBY APPOINT *(note 3)* the chairman of the meeting or ____
of ____
as my/our proxy at the special general meeting or at any adjournment thereof, of the company to be held at 8th Floor, Harcourt House, 39 Gloucester Road, Wanchai, Hong Kong on Tuesday, 8 June 2004 at 10:00 a.m. for the purpose of considering and if thought fit, passing the resolutions as set out in the notice convening the said meeting and at such meeting, or at any adjournment thereof, to vote on my/our behalf in respect of the resolutions as hereunder indicated, and if no such indication is given, as my/our proxy thinks fit.

	Ordinary Resolutions	**For** *(note 4)*	**Against** *(note 4)*
1.	Resolution No. 1		
2.	Resolution No. 2		

Signature(s) ____________________ **Dated this** __________ **day of** __________ **2004**
Shareholder(s)

Notes:

1. Full name(s) and address 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 in the capital of the company registered in your name(s).
3. A proxy need not be a member of the company. A shareholder is entitled to appoint a proxy to attend and vote in his stead. If such an appointment is made, you may delete the words "the chairman of the meeting or" and insert the name and address of the person appointed as proxy in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
4. Please indicate with a "✔" in the appropriate space how you wish the proxy to vote on your behalf on a poll. If this form is returned duly signed, but without any such indication, the proxy will vote for or against the resolutions or abstain from voting at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
5. In the case of joint holders, the vote of the senior who tenders as vote, whether in person or by proxy or by representative, will be accepted to the exclusion of the votes of the other joint holder(s). For this purpose, seniority is determined by the order in which the names stand in the register of members in respect of the joint holding.
6. 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 under its common seal or under the hand of an officer or attorney duly authorised.
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 notarially certified copy thereof, must be deposited with the head office and principal place of business of the company at 7th Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong not less than 48 hours before the time for holding the meeting or any adjourned meeting.
8. Completion and delivery of the form of proxy will not preclude you from attending and voting at the special general meeting or any adjournment thereof if you so wish.