Rising Power Group Holdings Limited
昇力集團控股有限公司

(Proposed to be renamed as "Sky Forever Supply Chain Management Group Limited 宇恒供應鏈集團有限公司")

(Incorporated in Bermuda with limited liability)

(Stock Code: 8047)

PROXY FORM FOR USE AT THE ANNUAL GENERAL MEETING

Form of proxy for use at the annual general meeting (the "Annual General Meeting") of Rising Power Group Holdings Limited (the "Company") to be held at Room 601, 6/F, China Building, 29 Queen's Road Central, Central, Hong Kong on Wednesday, 6 August 2014, at 11:30 a.m., Hong Kong (or any adjournment thereof).

I/We[1] ______________________________

of ______________________________

being the registered holder(s) of[2] ______________________________ shares

of HK$0.01 each of the abovenamed Company HEREBY APPOINT[3] ______________________________

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of ______________________________

or failing him, the chairman of the meeting as my/our proxy, to attend and vote for me/us and on my/our behalf at the Annual General Meeting (or at any adjournment thereof) of the Company to be held at Room 601, 6/F, China Building, 29 Queen's Road Central, Central, Hong Kong on Wednesday, 6 August 2014, at 11:30 a.m., for the purpose of considering and, if thought fit, passing the ordinary resolutions set out in the notice convening such meeting and at such meeting (or at any adjournment thereof) to vote for me/us in my/our name(s) in respect of the said resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTIONS	FOR[4]	AGAINST[4]
1.	To receive and consider the report of the directors (the "**Directors**") of the Company, the report of the independent auditor of the Company and the audited consolidated financial statements of the Company for the year ended 31 March 2014		
2.	(a) To re-elect Mr. Gong Dongsheng as executive Director		
	(b) To re-elect Ms. Chen Nan as executive Director		
	(c) To re-elect Mr. Wu Zhinan as executive Director		
	(d) To re-elect Mr. Woo Yik Man as executive Director		
	(e) To re-elect Mr. Tsang Ho Ka, Eugene as non-executive Director		
	(f) To re-elect Mr. Kwok Kam Tim and as independent non-executive Director		
	(g) To re-elect Mr. Kinley Lincoln James Lloyd as independent non-executive Director		
	(h) To re-elect Mr. Yu Chon Man as independent non-executive Director		
	(i) To authorise the board of Directors to fix the remuneration of the Directors		
3.	To re-appoint Mazars CPA Limited as the Company's auditor and to authorise the board of Directors to fix its remuneration		
4.	To grant the general mandate to the Directors to issue, allot and otherwise deal with the Company's shares (the "**Shares**")		
5.	To grant the general mandate to the Directors to repurchase the Shares		
6.	To add the nominal amount of the Shares repurchased by the Company to the mandate granted to the Directors under resolution numbered 4		
7.	To approve the refreshment of the 10 percent scheme mandate limit on grant of options under the share option scheme of the Company		

Dated this ____________ day of ____________ 2014 Signed[5] ______________________________

Notes:

1. Full name(s) and address(es) 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 registered in your name(s).
3. 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. The proxy need not be a member of the Company but must attend the meeting in person to represent you. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PUT A TICK IN THE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PUT A TICK IN THE BOXES MARKED "AGAINST".** Failure to do so 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 amendment to the resolutions referred to in the notice convening the meeting which have been properly put to the meeting.
5. This form of proxy must be signed by the appointor, or his/her attorney duly authorised in writing or, in the case of a corporation, must be signed under the hand of an officer duly authorised on that behalf together with a company chop.
6. In the case of joint registered holders, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the Annual General Meeting, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority will be determined by the order in which the names stand in the register of members in respect of the joint holding.
7. To be valid, this form of proxy, together with any power of attorney of other authority (if any) under which it is signed or a notarially certified copy of such power of authority must be deposited at the branch share registrar of the Company in Hong Kong, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or the adjourned meeting (as the case may be).
8. Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.