

YGM TRADING LIMITED

(incorporated in Hong Kong with limited liability)

(Stock Code: 00375)

FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING

I/We (note 1)
of
being the registered holder(s) of (note 2)
shares of HK\$0.50 each in the share capital of YGM Trading Limited (the “**Company**”), HEREBY APPOINT the Chairman of the Meeting or (note 3)
of
as my/our proxy to act for me/us at the Annual General Meeting (the “**Meeting**”) of the Company to be held at 12:15 p.m. on Friday, 10 September 2010 at Yau Yat Chuen Garden City Club, 7 Cassia Road, Yau Yat Chuen, Kowloon, Hong Kong (or at any adjournment thereof) for the purposes of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting and to vote for me/us and in my/our name(s) at the Meeting (or at any adjournment thereof) in respect of the resolutions as indicated herein below or, if no such indication is given, as my/our proxy thinks fit.

	AS ORDINARY RESOLUTIONS	FOR (note 4)	AGAINST (note 4)
1.	To receive and consider the audited consolidated financial statements, the report of the directors and the independent auditor’s report for the year ended 31 March 2010.		
2.	To approve and declare a final dividend for the year ended 31 March 2010.		
3.	a. (i) To re-elect Mr. Chan Wing Fui, Peter as director.		
	(ii) To re-elect Mr. Fu Sing Yam, William as director.		
	(iii) To re-elect Mr. Lin Keping as independent non-executive director.		
	(iv) To re-elect Mr. Sze Cho Cheung, Michael as independent non-executive director.		
	b. To authorise the board of directors of the Company to fix the remuneration of the directors and any committees of directors.		
4.	To re-appoint KPMG as the auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.		
5(A)	To grant a general mandate to the board of directors of the Company to repurchase the Company’s own shares.		
5(B)	To grant a general mandate to the board of directors of the Company to allot, issue and deal with the shares of the Company.		
5(C)	To extend, conditional upon the passing of resolutions 5(A) and 5 (B), the nominal amount of shares repurchased under resolution 5(A) to the mandate granted to the board of directors of the Company under resolution 5(B).		

Dated this day of 2010 Signature(s)

Notes:

1. Please insert your full name and address in **BLOCK CAPITALS** in the space provided. The name of all joint registered holders should be stated.
2. Please insert the number of ordinary shares of the Company to which this form of proxy relates in the space provided. If a number is inserted, this form of proxy will be deemed to relate only to those shares. If not, this form of proxy will be deemed to relate to all ordinary shares of the Company registered in your name (whether alone or jointly with others).
3. If any proxy other than the Chairman of the Meeting is preferred, delete the words “the Chairman of the Meeting or” and insert the name and address of the proxy desired in **BLOCK CAPITALS** in the space provided. The proxy need not be a member of the Company. If a proxy is attending the Meeting on your behalf, such proxy shall produce his/her own identity paper.
4. If you wish to vote for a resolution, place a tick “✓” in the column marked “For”. If you wish to vote against a resolution, place a tick “✓” in the column marked “Against”. If no indication is given, the proxy will vote or abstain at his/her discretion.
5. Corporations must execute this form of proxy under common seal or by an attorney or a duly authorised officer. If a legal representative is appointed to attend the Meeting, such legal representative shall produce his/her own identity paper and a certified true copy of the resolution of the board of directors or other governing body of the corporation appointing the legal representative. Any alteration made to the form of proxy must be initialled by the person who signs it.
6. If this form of proxy is signed by a person under a power of attorney or any other authority (if any) on your behalf, a certified copy of that power of attorney or other authority must be deposited with the registered office of the Company at 22 Tai Yau Street, San Po Kong, Kowloon, Hong Kong.
7. In order to be valid, this form of proxy together with any power of attorney or other authority under which it is signed must be lodged with the registered office of the Company at 22 Tai Yau Street, San Po Kong, Kowloon, Hong Kong by not later than 48 hours before the time appointed for holding the Meeting (or any adjournment thereof).
8. Completion and return of this form of proxy shall not preclude you from attending and voting in person at the Meeting should you so wish.
9. In the case of joint holders, the vote of the senior who tenders a vote, whether present in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s), and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.