



福田實業(集團)有限公司

Fountain Set (Holdings) Limited

(Incorporated in Hong Kong with limited liability)

(Stock Code: 420)

Form of proxy for Annual General Meeting

I/We ^(note 1) _____
of _____,
being the registered holder(s) of ^(note 2) _____ shares of HK\$0.20 each in the
share capital of the above-named Company, HEREBY APPOINT ^(note 3) _____
of _____
or failing him, the Chairman of the meeting as my/our proxy to act for me/us at the Annual General Meeting (or at any adjournment thereof) of the Company to be held at Ming Room, 4th Floor, Sheraton Hong Kong Hotel & Towers, 20 Nathan Road, Kowloon, Hong Kong on Monday, 23rd day of January, 2006 at 3:00 p.m. and at any adjournment thereof and, in the event of a poll, to vote on my/our behalf as indicated below or, if no such indication is given, as my/our proxy thinks fit.

| | | FOR <i>(note 4)</i> | AGAINST <i>(note 4)</i> |
|----|--|-------------------------------|-----------------------------------|
| 1. | To receive and consider the audited Financial Statements, the Directors' Report and the Auditors' Report for the year ended 31st August, 2005 | | |
| 2. | To declare a final dividend | | |
| 3. | (a) To re-elect Mr. Lau Hong Yon as Director | | |
| | (b) To re-elect Mr. Ha Hon Kuen as Director | | |
| | (c) To re-elect Ms. Yeh Yi Hao, Yvette as Director | | |
| | (d) To fix the Directors' fees | | |
| 4. | To re-appoint Auditors and to authorise the Directors to fix their remuneration | | |
| 5. | (a) To grant a general mandate to the Directors to repurchase shares of the Company as set out in the ordinary resolution in item 5(A) of the notice of Annual General Meeting | | |
| | (b) To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company as set out in the ordinary resolution in item 5(B) of the notice of Annual General Meeting | | |
| | (c) To extend the general mandate granted to the Directors to allot, issue and deal with additional shares of the Company as set out in the ordinary resolution in item 5(C) of the notice of Annual General Meeting | | |
| 6. | To amend the Articles of Association of the Company as set out in the special resolution in item 6 of the notice of Annual General Meeting | | |

Date _____ Signature ^(note 5) _____

NOTES:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of HK\$0.20 each registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company 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.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PLACE A "✓" IN THE RELEVANT BOX under "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A "✓" IN THE RELEVANT BOX under "AGAINST".** Failure to complete the boxes will entitle your proxy to cast his vote 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. 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 either under its common seal or under the hand of an officer or attorney duly authorised.
6. In the case of joint holders, any one of such joint holders may attend and vote at the meeting, but if more than one of the joint holders are present at the meeting personally or by proxy, that one of the said persons whose name stands first on the register of members in respect of the joint holding will alone be entitled to vote in respect thereof.
7. In order 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 that power or authority, must be deposited at the registered office of the Company at Block A, 7th Floor, Eastern Sea Industrial Building, 29-39 Kwai Cheong Road, Kwai Chung, New Territories, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
8. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
9. Completion and deposit of the form of proxy will not preclude you from attending and voting at the Meeting if you so wish.
10. Any alterations made in this form of proxy must be initialled by the person who signs it.