東方明珠創業有限公司[*]
Pearl Oriental Innovation Limited
(Incorporated in Bermuda with limited liability)

(Stock Code: 632)

SPECIAL GENERAL MEETING
FORM OF PROXY

I/We[1] _____

of _____

being the registered holder(s) of[2] _____

fully-paid shares (the "**Shares**") of HK$0.50 each in the capital of Pearl Oriental Innovation Limited (the "**Company**"), HEREBY APPOINT THE CHAIRMAN OF THE MEETING[3], _____

or _____

of _____

(who represents _____ shares held by me/us)[2] or _____ of

_____ (who represents _____ shares held by me/us)[2]

as my/our proxy to attend and act for me/us and on my/our behalf at the special general meeting (the "**Meeting**") of the Company to be held on Monday, 16 April 2007 at 4:00 p.m. at Unit 3611, 36/F., West Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong (or at any adjournment thereof) for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting and at the Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of such resolutions as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit. My/our proxy will also be entitled to vote on any matter properly put to the Meeting in such manner as he/she thinks fit.

	ORDINARY RESOLUTIONS	FOR[4]	AGAINST[4]
1.	To authorize the directors of the Company to issue and allot 8,000,000 new Shares to 中信通商企業管理有限公司 (CITIC MERCHANT CO. LTD) under a specific mandate.		
2.	To approve the proposal to refresh the Existing General Mandate (as defined in the circular of the Company dated 23 March 2007).		

Signature[5] _____

Date _____

Notes:

1. Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
2. Please insert the number of Shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all Shares registered in your name(s).
3. If any proxy other than the Chairman of the Meeting is preferred, strike out "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 INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT:** If you wish to vote for a resolution, tick in the box marked "For". If you wish to vote against a resolution, tick in the box marked "Against". If no direction is given, your proxy may vote or abstain as he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than referred to the notice convening the Meeting.
5. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer, attorney or other person duly authorized to sign the same.
6. In order to be valid, this form of proxy together with the notarially certified power of attorney (if any) or other authority (if any) under which it is signed, must be lodged with the branch share registrar of the Company, Tengis Limited, 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding of the Meeting or the adjourned Meeting.
7. In the case of joint registered holders of any Shares, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such Shares as if he/she was solely entitled thereto; but if more than one of such joint registered holders be present at the Meeting, either personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such Shares shall be accepted to the exclusion of the votes of the other joint registered holders.
8. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
9. Completion and return of this form will not preclude you from attending and voting at the Meeting if you so wish. If you attend and vote at the Meeting, the authority of your proxy will be revoked.

* *For identification purpose only*