



APPLIED DEVELOPMENT HOLDINGS LTD.

實力建業集團有限公司 *

(Incorporated in Bermuda with limited liability)

(Stock code: 519)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON 4 NOVEMBER 2014 (TUESDAY) (or any adjournment thereof)

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____
ordinary shares (the "Shares") of HK\$0.01 each in the capital of Applied Development Holdings Limited (the "Company"),
HEREBY APPOINT _____
of, _____
or failing him/her, the Chairman of the meeting ^(Note 3), as my/our proxy to attend and act for me/us and on my/our behalf at the annual general meeting of the Company to be held at 1:45 p.m. on 4 November 2014 (Tuesday) at Kennedy Room, Level 7, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong (or at any adjournment thereof) (the "Meeting") for the purpose of considering and, if thought fit, passing the resolutions set out in the notice convening the Meeting (the "Notice") 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, or, 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.

		For ^(Note 4)	Against ^(Note 4)
1.	To receive and consider the audited financial statements and reports of the directors and independent auditor of the Company for the year ended 30 June 2014		
2.	(a) To re-elect Mr. Hung Kai Mau, Marcus as a director of the Company		
	(b) To re-elect Mr. Chan Ming Fai, Terence as a director of the Company		
3.	To authorise the board of directors of the Company ("Board") to fix the remuneration of the directors of the Company ("Directors") for the year ending 30 June 2015		
4.	To re-appoint Mazars CPA Limited as the independent auditor of the Company and authorise the Board to fix the independent auditor's remuneration		
5.	To grant a general mandate to the Directors to allot, issue and otherwise deal with Shares not exceeding 20% of the issued share capital of the Company on the terms as set out in ordinary resolution number 5 in the Notice		
6.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the issued share capital of the Company on the terms as set out in ordinary resolution number 6 in the Notice		
7.	To extend the general mandate to Directors to allot, issue and deal with Shares granted under resolution 5 by an amount not exceeding the amount of the Shares repurchased by the Company pursuant to the general mandate granted to directors under resolution 6		
8.	To refresh the scheme mandate limit of the share option scheme adopted by the Company on 15 November 2012 (the "Share Option Scheme") and to authorise the Directors of the Company to grant options under the Share Option Scheme up to the refreshed scheme mandate limit		

Signature(s) ^(Note 5) _____

Date _____

Notes:

- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- 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).
- Please insert the name of the proxy desired. If no name is inserted, the Chairman of the Meeting will act as your proxy. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT. Delivery of the proxy form will not preclude you from attending and voting in person at the Meeting or the adjourned meeting.**
- 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 those referred to in the notice convening the Meeting.
- 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 seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
- 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 certified copy of such power or authority, must be deposited at the principal place of business of the Company at Units 3402-3, 34/F, China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong not less than 48 hours before the time appointed for holding of the Meeting or the adjourned Meeting (as the case may be).
- Where there are joint holders of any Shares, any one of such joint holder may vote either in person or by proxy, in respect of such Shares as if he/she was solely entitled thereto; but if more than one of such joint holders be present at the Meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of such joint holding.
- The proxy need not be a member of the Company.
- Completion and return of this form will not preclude you from attending and voting at the Meeting if you so wish.

* For identification only