

CENERIC (HOLDINGS) LIMITED

新嶺域(集團)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 542)

FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON 22 NOVEMBER 2013

I/We ^(Note 1) _____
of _____
being the registered holder(s) of _____ ordinary shares ^(Note 2) of
HK\$0.01 each in the share capital of Ceneric (Holdings) Limited (the "Company"), HEREBY APPOINT THE CHAIRMAN OF
THE MEETING ^(Note 3) or _____
of _____
as my/our proxy to attend at the extraordinary general meeting (and at any adjournment thereof) of the Company to be held at
Conference Room, 3rd Floor, Nexxus Building, 77 Des Voeux Road Central, Hong Kong on Friday, 22 November 2013 at 11:00
a.m. for the purposes of considering and, if thought fit, passing the resolution as set out in the notice convening the said meeting
and at such meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolution as
indicated below.

ORDINARY RESOLUTION	FOR ^(Note 4)	AGAINST ^(Note 4)
To approve the transactions contemplated under the conditional sale and purchase agreement dated 27 June 2013 entered into among Ever Point Enterprises Limited as purchaser, Smart Kind Group Limited as vendor, and Ma Kwing Pony as the guarantor of the Vendor in relation to, among other things, the sale by the Vendor and purchase by the Purchaser of the entire issued share capital of First Max International Limited and Born King Investment Holdings Limited at an initial maximum consideration (subject to adjustment) of HK\$725 million, details of which are set out in the notice convening the said meeting.		

Dated this _____ day of _____ 2013

Signature: _____

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 of the Company registered in your name(s).
3. If any proxy other than the Chairman is preferred, delete the words "THE CHAIRMAN OF THE MEETING" and insert the name and address of the proxy desired in the space provided. You may appoint more than one proxy to attend and vote at the meeting provided that if more than one proxy is so appointed, the appointment shall specify the number of shares in respect of which each such proxy is so appointed. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK APPROPRIATE BOX MARKED "AGAINST"**. Failure to complete any or all the boxes will entitle your proxy to cast his votes 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. Any member of the Company entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member of the Company may appoint more than one proxy to attend on the same occasion. A proxy need not be a member of the Company.
6. Every instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if such appointor is a corporation, under its common seal or under the hand of some officer of the corporation duly authorised in that behalf.
7. The instrument appointing a proxy and the power attorney or other authority (if any) under which it is signed, or a notarially certified copy or office copy of such power or authority, shall be delivered to the Company's branch share registrar in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than forty-eight (48) hours before the time appointed for holding the meeting at which the person named in such instrument proposes to vote and in default the instrument of proxy shall not be treated as valid.
8. Where there are joint holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto provided that if more than one of such joint holders be present at any meeting personally or by proxy, the person whose name stands first in the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
9. A member of the Company entitled to more than one vote need not, if he votes on a poll, use all his votes or cast all the votes he uses in the same way.