



新世界百貨中國有限公司

New World Department Store China Limited

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 825)

**Proxy Form for use at the Annual General Meeting
to be held on Monday, 1 December 2008**

I/We ^(Note 1) _____ being the registered holder(s) of ^(Note 2) _____ ordinary shares of HK\$0.10 each in the capital of **New World Department Store China Limited** ("the Company") hereby appoint the Chairman of the meeting or ^(Notes 3 & 4) _____ of _____ as my/our proxy to act for me or us on my/our behalf at the Annual General Meeting (or at any adjournment thereof) of the Company to be held at Meeting Room 201A (New Wing), Hong Kong Convention & Exhibition Centre, 1 Expo Drive, Wanchai, Hong Kong on Monday, 1 December 2008 at 10:00 am and at such meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) as directed below or, if no such indication is given, as my/our proxy thinks fit.

Resolutions		For ^(Note 5)	Against ^(Note 5)
1.	To receive and consider the audited Financial Statements, Report of the Directors and the Independent Auditor's Report for the year ended 30 June 2008.		
2.	To declare a final dividend.		
3.	(a) To re-elect Ms. Ngan Man-ying, Lynda as a Director.		
	(b) To re-elect Mr. Cheong Ying-chew, Henry as a Director.		
	(c) To re-elect Mr. Tong Hang-chan, Peter as a Director.		
	(d) To re-elect Mr. Yu Chun-fai, Henry as a Director.		
	(e) To authorise the Board of Directors to fix the remuneration of Directors.		
4.	To re-appoint PricewaterhouseCoopers as Auditors and to authorise the Board of Directors to fix their remuneration.		
5.	(1) To approve a general mandate to the Directors to issue shares not exceeding 20% of the existing issued share capital of the Company.		
	(2) To approve a general mandate to the Directors to repurchase shares not exceeding 10% of the existing share capital of the Company.		
	(3) To extend the general mandate to issue shares granted to the Directors pursuant to resolution no. 5(1) above.		

Dated: _____ 2008 Shareholder's signature(s) ^(Note 6): _____

- Notes:
- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The name of all joint holders should be stated.
 - Please insert the number of shares of HK\$0.10 each of the Company registered in your name(s); if no number is inserted, this proxy form will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
 - A shareholder entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a shareholder of the Company.
 - If any proxy other than the Chairman of the meeting is preferred, strike out the words "the Chairman of the meeting or" and insert the name and address of proxy desired in the space provided.
 - IMPORTANT : IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PLACE A "✓" IN THE RELEVANT BOX MARKED "FOR", IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A "✓" IN THE RELEVANT BOX MARKED "AGAINST"**. Failure to complete the boxes will entitle your proxy to abstain or cast his vote at his discretion. Your proxy will also be entitled to abstain or vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
 - This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, this proxy form must be under its common seal or under the hand of an officer or attorney or other person duly authorised.
 - The full text of the resolutions are set out in the notice of Annual General Meeting of the Company contained in the circular issued by the Company dated 29 October 2008 which is sent to shareholders of the Company together with this proxy form.
 - If more than one of the 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 name stands in the register of members in respect of the joint shareholding.
 - To be valid, this proxy form together with any power of attorney or other authority (if any) under which it is signed or notarially certified copy of such power or authority must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited of 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the meeting or any adjournment thereof. Completion and delivery of this proxy form shall not preclude from attending and voting in person if you so wish.
 - The resolutions as set out above will be determined by way of a poll.
 - Any alterations made in this form should be initialled by the person who signs it.