



# PCD Stores (Group) Limited

中國春天百貨集團有限公司\*

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 331)

## Proxy Form for use at the Annual General Meeting to be held at Suite 3310-11, Tower 1, Times Square 1 Matheson Street, Hong Kong on Monday, 31 May 2010

I/We (note 1) \_\_\_\_\_ of \_\_\_\_\_

being the registered holder(s) of (note 2) ordinary shares of USD 0.005 each in the capital of **PCD Stores (Group) Limited** ("the Company") hereby appoint the Chairman of the meeting or (note 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 Suite 3310-11, Tower 1, Times Square, 1 Matheson Street, Hong Kong on Monday, 31 May 2010 at 9:30 a.m. 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	(Note 5)	
		For	Against
1	To receive and consider the Audited Financial Statements, Directors' Report and the Independent Auditor's Report for the year ended 31 December 2009.		
2	(a) To re-elect Mr. Chan Kai Tai Alfred as a Director.		
	(b) To re-elect Mr. Tan Han Kiat Edward as a Director.		
	(c) To re-elect Mr. Lau Kim Yip Tony as a Director.		
	(d) To re-elect Mr. Yu Randolph as a Director.		
	(e) To re-elect Mr. Tai Ainsley as a Director.		
	(f) To re-elect Mr. Li Chang Qing as a Director.		
	(g) To authorize the board of directors to fix the remuneration of the directors of the Company.		
3.	To re-appoint Deloitte Touche Tohmatsu as auditors and to authorise the Board of Directors to fix their remuneration.		
4	(1) To approve a general mandate to the Directors to issue shares not exceeding 20 per cent. of the existing issued share capital of the Company existing issued share capital of the Company.		
	(2) To approve a general mandate to the Directors to repurchase shares not exceeding 10 per cent. of the existing issued share capital of the Company.		
	(3) To extend the general mandate granted to the Directors pursuant to resolution no. 4(1) above to allot, issue and deal with new shares not exceeding the amount of shares repurchased by the Company under ordinary resolution No. 4(2).		

Dated \_\_\_\_\_

Shareholder's signature (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 US\$0.005 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 member 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 "V" IN THE RELEVANT BOX MARKED "FOR", IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A "V" 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.
- 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 stand 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 in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17<sup>th</sup> Floor, Hopewell Centre, 183 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 a member from attending and voting in person if you so wish.
- Any alterations made in this form should be initialled by the person who signs it.