

CCT RESOURCES HOLDINGS LIMITED

(中建資源集團有限公司 *)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 08163)

Form of proxy for use at the Annual General Meeting (and at any adjournment thereof) (the “AGM”) of CCT Resources Holdings Limited (the “Company”) to be held at 2208, 22/F., St. George’s Building, 2 Ice House Street, Central, Hong Kong on Friday, 30 April 2010 at 10:00 a.m.

I/We ¹ _____
of _____
being the registered holder(s) of ² _____ share(s) of HK\$0.01 each in the share capital of the Company, hereby appoint THE CHAIRMAN OF THE AGM ³ or _____ of _____

as my/our proxy to attend the AGM to be held at 2208, 22/F., St. George’s Building, 2 Ice House Street, Central, Hong Kong on Friday, 30 April 2010 at 10:00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the resolutions set out in the notice convening the AGM and at the AGM (and at any adjournment thereof) to vote for me/us and on my/our behalf in respect of the said resolutions as hereinunder indicated or, if no such indication is given, as my/our proxy thinks fit and on any business that may properly come before the AGM in such manner as he/she thinks fit.

ORDINARY RESOLUTIONS		FOR ⁴	AGAINST ⁴
1.	To receive and consider the audited Financial Statements, the Report of the Directors and the Independent Auditors’ Report of the Company for the nine months ended 31 December 2009.		
2.	(A) (i) To re-elect Mr. Tam Ngai Hung, Terry as an executive director.		
	(ii) To re-elect Ms. Cheng Yuk Ching, Flora as an executive director.		
	(B) To authorise the board of directors (the “Board”) to fix the directors’ remuneration.		
3.	To re-appoint Messrs. Ernst & Young as auditors and to authorise the Board to fix their remuneration.		
4.	(A) To approve the grant of the general mandate to the directors to allot and issue shares.		
	(B) To approve the grant of the general mandate to the directors to repurchase shares.		
	(C) To approve extension of the general mandate to the directors to allot and issue additional shares up to a maximum of 10 per cent. of the shares repurchased by the Company pursuant to Resolution numbered 4(B).		

Dated this _____ day of _____ 2010 Signature ⁵ _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- 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).
- If any proxy other than the Chairman of the AGM is preferred, strike out the words “**THE CHAIRMAN OF THE AGM**” and insert the name and address of the proxy desired in the space provided. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE AGM WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTIONS, PLEASE TICK THE APPROPRIATE BOXES MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, PLEASE TICK THE APPROPRIATE BOXES MARKED “AGAINST”.** Failure to complete any or all the boxes will entitle your proxy to cast his/her votes at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
- 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 executed under its common seal or under the hand of an officer or attorney duly authorised on that corporation’s behalf.
- In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company.
- 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 notarially certified copy thereof, must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at 26/F., Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the AGM or any adjournment thereof (as the case may be).
- The proxy need not be a shareholder of the Company but must attend the AGM in person to represent you.
- Completion and delivery of a form of proxy shall not preclude you from attending and voting at the AGM if you so wish, and in such event, the instrument appointing a proxy shall be deemed to be revoked.

* For identification purpose only