

# FORM OF PROXY

28th Annual General Meeting



**SUNWAY HOLDINGS INCORPORATED  
BERHAD** (37465-A)  
(Incorporated in Malaysia)  
Registered Office:  
Level 16, Menara Sunway, Jalan Lagoon Timur  
Bandar Sunway, 46150 Petaling Jaya  
Selangor Darul Ehsan, Malaysia  
Tel : 03-5639 8889 / 5639 8845  
Fax : 03-5639 9507

Number of share(s) held	
CDS Account No.	

**PROXY "A"**

I/We ..... \*NRIC No./Passport No./Company No .....  
(Please use Block Letters)  
of .....  
being a member of SUNWAY HOLDINGS INCORPORATED BERHAD and entitled to vote hereby appoint .....  
\*NRIC No./Passport No ..... of .....  
..... or failing him/her, the Chairman of the Meeting as my/our 1st proxy to attend and vote for me/us on my/our behalf at the 28th Annual General Meeting of the Company to be held at Grand Caymans, Level 10, Sunway Resort Hotel & Spa, Persiaran Lagoon, Bandar Sunway, 46150 Petaling Jaya, Selangor Darul Ehsan on Thursday, 30 November 2006 at 4.30 p.m. and at any adjournment thereof.

WHERE THE MEMBER DESIRES TO APPOINT A 2ND PROXY, THIS SECTION MUST ALSO BE COMPLETED, OTHERWISE IT SHOULD BE DELETED.

**PROXY "B"**

I/We ..... \*NRIC No./Passport No./Company No .....  
(Please use Block Letters)  
of .....  
being a member of SUNWAY HOLDINGS INCORPORATED BERHAD and entitled to vote hereby appoint .....  
\*NRIC No./Passport No ..... of .....  
..... or failing him/her, the Chairman of the Meeting as my/our 2nd proxy to attend and vote for me/us on my/our behalf at the 28th Annual General Meeting of the Company to be held at Grand Caymans, Level 10, Sunway Resort Hotel & Spa, Persiaran Lagoon, Bandar Sunway, 46150 Petaling Jaya, Selangor Darul Ehsan on Thursday, 30 November 2006 at 4.30 p.m. and at any adjournment thereof.

The proportions of my/our holding to be represented by my/our proxies are as follows:-

1st Proxy "A" : % (to be completed)  
2nd Proxy "B" : % (to be completed)  
Total : 100 %

In case of a vote taken by a show of hands, \*1st Proxy "A" / \*2nd Proxy "B" shall vote on my/our behalf.

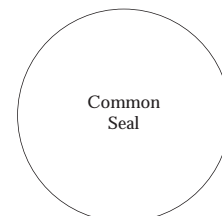
\* Delete if inapplicable

My/our proxy/proxies shall vote as follows:-

(Please indicate with an "X" in the space below how you wish your votes to be cast. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting on the resolutions at his/their discretion)

NO.	ORDINARY RESOLUTIONS	1ST PROXY "A"		2ND PROXY "B"	
		FOR	AGAINST	FOR	AGAINST
1.	To receive the Audited Financial Statements for the financial period ended 30 June 2006 together with the Directors' and Auditors' Reports thereon				
2.	To approve the payment of Directors' fees				
3.	To re-elect the following Directors:- Dato' Chew Chee Kin				
4.	Wong Chin Mun				
5.	Datuk Low Seng Kuan				
6.	Datuk Abdul Malek Bin Abdul Aziz				
7.	To re-appoint Messrs PricewaterhouseCoopers as Auditors and to authorise the Directors to fix their remuneration				
8.	To authorise the issue of shares pursuant to Section 132D of the Companies Act, 1965				
9.	To approve the Proposed Shareholders' Ratification and Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature				
10.	To authorise the purchase of own shares by the Company				
<b>SPECIAL RESOLUTION</b>					
1.	To approve the Proposed Amendment to Article 106(g) of the Company's Articles of Association				

Dated this ..... day of ..... 2006



Signature of Member .....

**NOTES:**

- A member of the Company entitled to attend and vote, is entitled to appoint a proxy or proxies to attend and vote in his stead. A proxy need not be a member of the Company.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing, or if the appointer is a corporation, either under the corporation's seal, or under the hand of an officer or attorney duly authorised.
- If a member appoints 2 proxies, the appointment will be invalid unless he states the percentage of his shareholding to be represented by each proxy.
- The instrument appointing a proxy must be deposited at the Registered Office of the Company at Level 16, Menara Sunway, Jalan Lagoon Timur, Bandar Sunway, 46150 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof, either by hand, post, electronic mail or fax to 03-5639 9507. In the case where the member is a corporation and the proxy form is delivered by fax or electronic mail, the original form shall also be deposited at the Registered Office, either by hand or post not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.