



# M DREAM INWORLD LIMITED

(incorporated in the Cayman Islands with limited liability)

(the "Company")

(Stock Code: 8100)

## PROXY FORM FOR THE ANNUAL GENERAL MEETING OF 26 APRIL 2007

I/We \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ shares of HK\$0.01 each in the capital of the Company hereby appoint the Chairman of the Meeting, or \_\_\_\_\_ as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company (and at any adjournment thereof) to be held at Phoenix Room, The Charterhouse Hotel, 209-219 Wanchai Road, Hong Kong at 10:30 a.m. on 26 April 2007 and to vote in respect of the following resolutions as indicated:

	ORDINARY RESOLUTIONS	FOR	AGAINST
1.	to adopt the audited consolidated financial statements for the year ended 31 December 2006 and the reports of the directors (the "Directors") and the auditors (the "Auditors") of the Company thereon		
2.	to re-elect Yu Shu Kuen, one of the retiring directors		
3.	to re-elect Tham Ming Yong, one of the retiring directors		
4.	to re-elect Chen, Domingo, one of the retiring director		
5.	to re-elect Koh Tat Lee, Michael, one of the retiring director		
6.	to authorize the Board of Directors to fix the directors' remuneration		
7.	to rectify and re-appoint Messrs. Baker Tilly Hong Kong Limited as the Auditors and to authorise the board of Directors to fix their remuneration		

Dated: \_\_\_\_\_

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 in the Company registered in your name(s).
3. If you wish to appoint a proxy other than the Chairman of the Meeting, please strike out "the Chairman of the Meeting" and insert the name and address of the person you wish to appoint in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.** A proxy need not be a member of the Company.
4. **IMPORTANT:** If you wish to vote for any resolution, please indicate with an "x" in the appropriate space marked "For" beside the resolution. If you wish to vote against any resolution, please indicate with an "x" in the appropriate space marked "Against" beside the resolution. In the absence of any such indication, the proxy will vote for or against the resolution or will abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Annual General Meeting other than those referred to in the Notice convening the Annual General Meeting.
5. In the case of joint shareholders, the vote of the senior who renders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of other joint holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members.
6. The form of proxy must be signed by you or your attorney duly authorised in writing. In the case of a corporation, this form must be executed under seal or under the hand of an officer or attorney duly authorised.
7. 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 certified copy thereof must be deposited at the Company's Branch Share Registrar in Hong Kong at Tengis Limited, 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for the Annual General Meeting or any adjournment thereof.
8. Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.