TOP FORM INTERNATIONAL LIMITED
黛 麗 斯 國 際 有 限 公 司 *
(Incorporated in Bermuda with limited liability)

(Stock Code: 333)

FORM OF PROXY FOR ANNUAL GENERAL MEETING
(OR ANY ADJOURNMENT THEREOF)

I/We *(Note 1)* _____

of _____

being the registered holder(s) of *(Note 2)* _____ shares of HK$0.10 each in the capital of the abovenamed company

(the "Company") HEREBY APPOINT *(Note 3)* the Chairman of the meeting, or failing him _____

of _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the said meeting of the Company to be held at Regus Conference Centre, 35/F., Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on Tuesday, 6 November 2012 at 10:30 a.m. (or at any adjournment thereof) in respect of the resolutions set out in the notice convening the said meeting as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

	RESOLUTIONS	FOR *(Note 4)*	AGAINST *(Note 4)*
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditors for the year ended 30 June 2012.		
2.	A. To re-elect the following persons as Directors of the Company:		
	(i) Mr. Herman Van de Velde		
	(ii) Mr. Marvin Bienenfeld		
	(iii) Mr. Lin Sun Mo, Willy		
	B. To authorise the Board of Directors to fix the remuneration of the Directors.		
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as auditors and to authorise the Board of Directors to fix their remuneration.		
4.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company.		
5.	To grant a general mandate to the Directors to repurchase the shares of the Company.		
6.	To add the nominal amount of the shares repurchased by the Company to the general mandate granted to the Directors under resolution no. 4.		

Dated this_____ day of_____ , 2012   Signature(s) *(Note 5)*_____

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 capital of the Company registered in your name(s).

3. If any proxy other than the Chairman of the meeting is preferred, delete the words "the Chairman of the meeting, or failing him" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**

4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST".** Failure to tick a box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.

5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under its common seal or under the hand of any officer or attorney or other person duly authorised.

6. 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 of such power or authority, must be deposited at the Company's Hong Kong Branch Share Registrar, Tricor Secretaries Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for holding the said meeting.

7. Where there are joint registered holders of any share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders are present at the meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.

8. The proxy need not be a member of the Company but must attend the meeting in person to represent you.

*   *for identification purpose only*