Regent Pacific Group Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 0575)

Form of Proxy
for use at the Annual General Meeting
to be held on Wednesday, 30 May 2012 ("Meeting")

I/We[(1)], _____

of _____

being the registered holder(s) of[(2)] _____ shares of US$0.01 each in the capital of Regent Pacific Group Limited (the

"**Company**"), HEREBY APPOINT[(3)] the duly appointed chairman of the Meeting or _____

of _____

or failing him/her, _____

of _____

as my/our proxy to attend and act for me/us on my/our behalf at the Annual General Meeting of the Company to be held at Salons 1 and 2, Level 1, MGM Macau[*], Avenida Dr. Sun Yat Sen, NAPE, Macau on Wednesday, 30 May 2012 at 11:00 am (and at any adjournments thereof) and at such Meeting (and at any adjournments thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as hereunder indicated and, if no such indication is given, as my/our proxy thinks fit (*Shuttle buses of MGM Macau will depart from the New Macau Maritime Ferry Terminal from time to time).

	Ordinary Resolutions	**For[(4)]**	**Against[(4)]**
1.	To receive and consider the audited financial statements of the Company and the reports of the directors and auditor for the year ended 31 December 2011	☐	☐
2.	To re-elect directors of the Company and to fix their remuneration		
	(a) To re-elect the following retiring directors:		
	(i) James Mellon	☐	☐
	(ii) Jamie Gibson	☐	☐
	(iii) David Comba	☐	☐
	(b) To confirm the remuneration of the directors	☐	☐
3.	To re-appoint the auditor of the Company and to authorise the directors of the Company to fix their remuneration	☐	☐
4.	To grant a general mandate to the directors of the Company to issue, allot and otherwise deal with additional shares in the Company up to a maximum of 20% of its existing issued voting share capital	☐	☐
5.	To grant a general mandate to the directors of the Company to repurchase shares in the Company up to a maximum of 10% of its existing issued and fully paid voting share capital	☐	☐
6.	To extend the share issue mandate to include the repurchased shares	☐	☐
	Special Resolution		
7.	To approve the amendments to the Company's Memorandum and Articles of Association and the adoption of the New Memorandum and Articles of Association (as defined in the circular dated 20 April 2012 issued by the Company)	☐	☐

I/We also hereby authorise my/our proxy to vote for me/us on my/our behalf in respect of any other resolutions and/or amended resolutions in his/her absolute discretion at the Meeting (and at any adjournments thereof)[(5)#].

Please delete this paragraph if not appropriate

Signature[(6)] _____

Dated this _____ day of _____ 2012

Notes:

1. Please insert full name(s) and address(es) in BLOCK CAPITALS. The names of ALL joint registered holders should be stated.
2. Please insert the number of shares of US$0.01 each in the capital of the Company registered in your name(s) to which this form of proxy relates. 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 you wish to appoint a proxy other than the chairman of the Meeting, please strike out the words "the duly appointed chairman of the Meeting or" and insert the name and address of your proxy in the space provided. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company. If no name is inserted, the chairman of the Meeting will act as your proxy.
4. **Important: If you wish to vote in favour of 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 any box will entitle your proxy to cast your vote or abstain at his/her discretion.**
5. **Important: If you do not wish to authorise your proxy to vote for you in respect of any other resolutions and/or amended resolutions in his/her absolute discretion at the Meeting (and at any adjournments thereof), please delete this paragraph. Failure to delete the paragraph is deemed to be your consent to entitle your proxy to cast your vote or abstain at his/her discretion in respect of any other resolutions and/or amended resolutions at the Meeting (and at any adjournments thereof).**
6. 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 an officer or attorney or other person duly authorised.
7. In the case of joint registered holders, 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 holder(s). For this purpose, seniority shall be determined by the order in which the names of the holders stand in the Register of Members of the Company in respect of such joint holding.
8. In order for it to be valid, this form of proxy, accompanied by the power of attorney (if applicable) or other authority (if any) under which it is signed or a certified copy of that power or authority, must be deposited with the Company Secretary at the Company's principal place of business in Hong Kong at 8th Floor, Henley Building, 5 Queen's Road Central, Hong Kong not less than 48 hours before the time appointed for the Meeting or its adjourned meeting.
9. **Any alteration made to this form of proxy must be initialled by the person who signs it.**