



GLOBAL DIGITAL CREATIONS HOLDINGS LIMITED

環球數碼創意控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 8271)

REVISED FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON 8 JUNE 2010 AND ANY ADJOURNMENT THEREOF

I/We¹ _____
of _____
being the registered holder(s) of² _____ shares ("Shares")
of HK\$0.01 each in the capital of Global Digital Creations Holdings Limited (the "Company"), HEREBY APPOINT the chairman of
the annual general meeting (the "Meeting"), or³ _____
of _____ or failing him/her _____
of _____
as my/our proxy to attend and act for me/us and on my/our behalf at the Meeting of the Company to be held at JW Marriott Ballroom, Level 3,
JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Tuesday, 8 June 2010 at 10:30 a.m. and at any adjournment thereof
for the purposes of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting (the "AGM Notice")
and at the Meeting to vote for me/us and in my/our name(s) in respect of the resolutions as indicated hereunder, and, if no such indication
is given, as my/our proxy thinks fit. My/our proxy will also be entitled to vote on any matter properly put to the Meeting in such manner as
he/she thinks fit.

ORDINARY RESOLUTIONS		FOR ⁴	AGAINST ⁴
1.	To receive and consider the Company's audited consolidated financial statements, report of the directors and the independent auditor's report for the year ended 31 December 2009.		
2.	A. To re-elect Mr. Li Shaofeng as director of the Company (the "Director");		
	B. To re-elect Mr. Leung Shun Sang, Tony as Director;		
	C. To re-elect Mr. Hui Hung, Stephen as Director;		
	D. To re-elect Prof. Japhet Sebastian Law as Director; and		
	E. To authorise the board of directors of the Company (the "Board") to fix the remuneration of the Directors.		
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as auditor of the Company and to authorise the Board to fix his remuneration.		
4.	To grant a general mandate to the Directors to allot, issue and deal with Shares for a number not exceeding 20% of the total issued Shares.		
5.	To grant a general mandate to the Directors to repurchase Shares for a number not exceeding 10% of the total issued Shares.		
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional Shares for a number not exceeding the number of Shares repurchased by the Company.		
7.	To approve the refreshment of the mandate limit of the Company's share option scheme.		
8.	To approve the refreshment of the mandate limit of the share option scheme of GDC Technology Limited.		
SPECIAL RESOLUTION		FOR ⁴	AGAINST ⁴
9.	To approve the amendments to the bye-laws of the Company. ¹⁰		

Signature⁵: _____

Date: _____

Notes:

- Full name(s) and address(es) must be inserted in BLOCK CAPITALS. The names of all joint registered holders should be stated.
- Please insert the number of Shares registered in your name(s) to which this revised form of proxy relates. If no number is inserted, this revised form of proxy will be deemed to relate to all Shares registered in your name(s).
- If any proxy other than the chairman of the Meeting is preferred, please strike out "the chairman of the meeting, or" and insert the name and address of the proxy desired in the space provided. ANY ALTERATION MADE TO THIS REVISED FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.
- IMPORTANT: If you wish to vote for a resolution, please tick in the box marked "For". If you wish to vote against a resolution, please tick in the box marked "Against". If no direction is given, your proxy may vote or abstain as he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the AGM Notice.
- This revised form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, either under its common seal or under the hand of an officer or attorney duly authorised to sign the same.
- In order to be valid, this revised 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 with the Hong Kong branch share registrars and transfer office of the Company, Tricor Standard Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting (the "Closing Time").
- In the case of 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/she was solely entitled thereto; but if more than one of such holders be present at the Meeting, either personally or by proxy, that one of the said persons so present whose name stands first on the register of members of such Shares shall alone be entitled to vote in respect thereof.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and return of this revised form of proxy will not preclude you from attending and voting in person at the Meeting if you so wish. If you attend and vote at the Meeting, this revised form of proxy will be deemed to be revoked.
- Please refer to the notice of the Meeting dated 30 March 2010 for the full text of the proposed amendments to the bye-laws of the Company.
- IMPORTANT: A SHAREHOLDER OF THE COMPANY ("SHAREHOLDER") WHO HAS ALREADY LODGED THE FORM OF PROXY WHICH WAS SENT TOGETHER WITH THE CIRCULAR OF THE COMPANY DATED 30 MARCH 2010 ("PROXY FORM") SHOULD NOTE THAT:
 - A revised form of proxy lodged with the Hong Kong branch share registrar and transfer office of the Company before the Closing Time will revoke and supersede the Proxy Form previously lodged by him/her. A revised form of proxy will be treated as a valid form of proxy lodged by the Shareholder if correctly completed.
 - A revised form of proxy lodged with the Hong Kong branch share registrar and transfer office of the Company after the Closing Time will be invalid, and will revoke the Proxy Form previously lodged by him/her, and any vote that may be cast by the purported proxy (whether appointed under the Proxy Form or the revised form of proxy) will not be counted in any poll which will be taken on a proposed resolution. Accordingly, the Shareholder is advised not to lodge the revised form of proxy after the Closing Time. If such Shareholder wish to vote at the Meeting, they will have to attend in person and vote at the Meeting by himself/herself.
 - If no revised form of proxy is lodged with the Hong Kong branch share registrar and transfer office of the Company, the Proxy Form will remain valid and effective to the fullest extent applicable if correctly completed. The proxy appointed under the Proxy Form will also be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the Meeting including the resolution for re-election of retiring Directors whose name were not set out in the Proxy Form.

* For identification purpose only