

ASIAN CITRUS HOLDINGS LIMITED

(Incorporated and registered in Bermuda, registered number 33747)

REPLACEMENT FORM OF INSTRUCTION ANNUAL GENERAL MEETING

to be held on 11 December 2009

**THIS FORM OF INSTRUCTION IS TO BE COMPLETED BY REGISTERED HOLDERS
OF DEPOSITORY INTERESTS (“DIS”)**

I/We _____

Of _____

Holding _____
being a holder of depository interests, hereby direct the Custodian “Computershare Company Nominees Ltd”, to vote on my/our behalf at the forthcoming Annual General Meeting of the Company to be held at 20, Moorgate, London EC2R 6DA, United Kingdom on 11 December 2009 at 10:30 a.m. and at any adjournment of the meeting.

Please insert an X in the appropriate boxes alongside the resolutions

	Resolution	For	Against
1	To receive and consider the Audited Financial Statements and the Reports of the Directors and Auditors of the Company and its subsidiaries for year ended 30 June 2009		
2	To declare a final dividend of RMB0.08 per share of HK\$0.01 each for the year ended 30 June 2009		
3	To re-elect Mr. Tong Hung Wai, Tommy, who retires by rotation, as executive Director of the Company		
4	To re-elect Mr. Cheung Wai Sun, who retires by rotation, as executive Director of the Company		
5	To re-elect Mr. Ip Chi Ming, who retires by rotation, as non-executive Director of the Company		
6	To re-appoint Baker Tilly Hong Kong Limited as auditors of the Company to hold office from the conclusion of the next meeting, during which accounts will be laid before the Company and to authorise the directors to fix their remuneration		
7	To grant an unconditional mandate to the Directors to allot new ordinary shares		
8	To grant an unconditional mandate to the Directors to repurchase shares of the Company		
9	To extend the ordinary shares issue mandate granted to the Directors		
10	To re-elect Dr. Lui Ming Wah, SBS JP, who retires by rotation, as non-executive Director of the Company		

Signature(s) _____

Date _____ 2009

Notes for the completion of the Form of Instruction

1. Please indicate, by placing “X” in the appropriate space, how you wish your votes to be cast in respect of each of the Resolutions. If this form is duly signed and returned, but without specific direction as to how you wish your votes to be cast, the form will be rejected.
2. In the case of joint shareholders, only one holder need sign. In the case of a corporation, the Form of Instruction should be signed by a duly authorised official whose capacity should be stated or by an attorney.
3. This form of Instruction must be executed by the Depository Interest holder or his/her attorney.
4. To be valid, the Form of Instruction, duly signed and executed, together with any power of attorney (if any) or other authority under which it is signed (if any) must be deposited at the offices of the custodian Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS13 8AE at least 72 hours before the time for holding the Meeting.
5. A member of CREST may use the CREST electronic voting appointment service via the CREST system, CREST messages must be received by the issuer’s agent (ID number 3RA50) not later than 72 hours before the time appointed for the holding of the meeting.
6. Completion and return of the Form of Instruction will not prevent you from attending and voting at the meeting.

If you wish to attend and vote at the meeting, please inform the Custodian to enable the appropriate authority to be issued.