

» INSTRUCTION FOR COMPLETION OF PROXY FORM

Your vote is important. Please direct your proxy how to vote. For your proxy to be entitled to vote your shares at the meeting, the completed Proxy Form must be received by the Company not later than forty eight (48) hours prior to the meeting. Any proxy received after this deadline will be treated as invalid.

A. APPOINT

Insert here the name of the person you wish to appoint as proxy. Members cannot appoint themselves. If you submit a Proxy Form which does not name a person to act as your proxy, the Chairman of the meeting will act as your proxy and vote on your behalf.

B. BUSINESS

If you wish to direct your proxy how to vote on any item, place a mark in the appropriate box. If a mark is placed in a box, your total shareholding will be voted in that manner. You may, if you wish, split your voting direction by inserting the number of shares you wish to vote in the appropriate box. The vote will be invalid if a mark is made against more than one box for a particular item or if the total votes shown in "For", "Against" and "Abstain" boxes for a particular resolution is greater than your total shareholding recorded on the share register.

C. IF APPOINTING A SECOND PROXY

A member is entitled to appoint up to two persons (whether members or not) to attend the meeting as proxies and vote. If you wish to appoint two proxies please photocopy your Proxy Form or obtain another Proxy Form by calling the Company Secretary on (02) 8823 3190. Both Proxy Forms should be completed with the nominated percentage of your voting rights or number of shares on each Proxy Form. If you do not specify the nominated percentage of your voting rights or number of shares, each of the proxies may exercise half of the votes. Please return these Proxy Forms together.

D. INSERT YOUR DAYTIME TELEPHONE NUMBER

This is required in case we need to contact you.

E. SIGNATURE(S)

This Proxy Form must be signed by the member. If the member is an Australian corporation, this Form must be executed in accordance with section 127 of the Corporations Act 2001 or by an attorney. If this Proxy Form is signed by a person who is not the registered shareholder then the relevant authority must either have been exhibited previously to the Company or be enclosed with this Proxy Form. The attorney or authorised officer hereby states that no written notice of revocation or power or authority has been received.

Further Important Information

Please return your completed Proxy Form to:

Orient Resource Holdings Limited
Level 5, 56 Pitt Street
SYDNEY NSW 2000

Fax: (02) 9252 8466

To be effective, the Proxy Form must be received by the Company at the above address not later than forty eight (48) hours prior to the meeting. In accordance with regulation 7.11.37 of the Corporations Regulations 2001, the Company has determined that all securities of the Company registered as at Monday, 15 December 2008 at 7.00pm (Sydney time) will entitle the holder to attend and vote at the meeting.

If you require further information on how to complete the Proxy Form, telephone the Company on (02) 8823 3190.

For personal use only

» PROXY FORM

ORIENT RESOURCE HOLDINGS LIMITED
A.B.N. 51 077 398 826

Return Proxy Form(s) To:
The Secretary
Orient Resource Holdings Limited
Level 5, 56 Pitt Street SYDNEY NSW 2000

To be completed if you are not attending the meeting and wish to vote. Please see instructions on the next page for completion.

A - APPOINTMENT

I/We _____
(PLEASE PRINT NAME)

Of _____
(ADDRESS)

being a member/members of Orient Resource Holdings Limited and entitled to attend and vote, appoint _____ (PLEASE PRINT NAME)

or failing the person so named (or if no person is named) the Chairman of the meeting as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy or the Chairman sees fit) at the meeting of members of Orient Resource Holdings Limited to be held at the offices of the Company at Level 5, 56 Pitt Street Sydney NSW on Wednesday 17 December 2008 commencing at 10.00am (Sydney time) and at any adjournment of that meeting.

IMPORTANT: If the Chairman of the meeting is your nominated proxy, or may be appointed by default, and you do not wish to direct your proxy how to vote, please mark this box:

By marking this box, when you have not directed your proxy how to vote below, you acknowledge that the Chairman of the meeting (whether nominated or by default), acting as your proxy, may exercise your undirected proxy votes in his discretion even if he has an interest in the outcome of the resolutions and that votes cast by him, other than as a proxy holder, will be disregarded because of those interests. If you direct your proxy how to vote, it is not necessary to mark this box.

Please note that the Chairman of the meeting intends to vote undirected proxies in favour of each Resolution. Accordingly, if you intend to appoint the Chairman as your proxy and do not wish to vote in favour of each Resolution, please do not mark the above box, but instead mark the appropriate boxes below.

B - ORDINARY BUSINESS

Should you desire to direct your proxy how to vote on any resolution you should place a mark (X) in the appropriate box against each item below. If you wish to direct your proxy to vote some of your shares in a different manner to others, please insert the number of votes to be cast in respect of each resolution in each of the "For", "Against" and "Abstain" boxes for each resolution.

	FOR	AGAINST	ABSTAIN
RESOLUTION 1: Amendment to Company's Constitution			
RESOLUTION 2: Proposed Acquisition of Ridwest Group, Assignment of the Convertible Debt and Indian West Free Carry and Capitalisation of The Ridley Property Trust Loan			
RESOLUTION 2A			
RESOLUTION 2B			
RESOLUTION 2C			
RESOLUTION 2D			
RESOLUTION 2E			
RESOLUTION 2F			
RESOLUTION 3: Approval for Issue of Securities Pursuant to Capital Raising			
RESOLUTION 4: Appointment of Director			
RESOLUTION 5: Change of Name			

C - IF APPOINTING A SECOND PROXY

State here the percentage of your voting rights _____ %

OR

OR

The number of shares applicable to this form _____ NUMBER

D - INSERT YOUR DAYTIME TELEPHONE NUMBER (STD) _____

E - SIGNATURE(S) _____ DATE: _____ DATE: _____

This Proxy Form should be signed by the shareholder. If a joint holding, all shareholders must sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this Proxy Form. If executed by a company, this Proxy Form must be executed in accordance with the security holder's constitution and the Corporations Act.

Signatures if Corporate Shareholder (See Note E) Executed in accordance with section 127 of the Corporations Act

1.

OR 2.

SIGNATURE OF DIRECTOR/SOLE DIRECTOR

SIGNATURE OF DIRECTOR

SIGNATURE OF DIRECTOR/SECRETARY

PRINT NAME

DATE

PRINT NAME

DATE

PRINT NAME

DATE

* NOTE: FOR YOUR PROXY TO BE ENTITLED TO VOTE YOUR SHARES AT THE MEETING, THE COMPLETED PROXY FORM MUST BE RECEIVED BY THE COMPANY NOT LATER THAN FORTY EIGHT (48) HOURS PRIOR TO THE START OF THE MEETING.