

Security Class

Holder Account Number

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Form of Proxy - Annual General Meeting to be held on February 25, 2008

This Form of Proxy is solicited by and on behalf of Management.

Notes to proxy

1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated.
3. This proxy should be signed in the exact manner as the name appears on the proxy.
4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
5. **The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.**
6. The securities represented by this proxy will be voted or withheld from voting, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments to matters identified in the Notice of Meeting or other matters that may properly come before the meeting.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

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Proxies submitted must be received by 12:00 pm, Eastern Time, on February 21, 2008.

To vote by FAX, the facsimile numbers are 1-866-249-7775 Toll Free North America and 416-263-9524 International. If you vote by fax, DO NOT mail back this proxy.



Appointment of Proxyholder

The undersigned ("Registered Shareholder") of Sungold International Holdings Corp. (the "Company") hereby appoints: Donald Harris, or failing this person, Les Rankin.

OR

Print the name of the person you are appointing if this person is someone other than the Management Nominees listed herein.

as my/our proxyholder with full power of substitution and to vote in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Annual General Meeting of Sungold International Holdings Corp. to be held at the Valhalla Inn Toronto, 1 Valhalla Road, Toronto, Ontario, on Monday, February 25, 2008 at 12:00 noon (Eastern Standard Time) and at any adjournment thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

1. Election of Directors

Management recommends that you vote **FOR** all of the nominees listed below:

To elect four (4) directors to hold office until the close of the next annual meeting of the Corporation; Donald Harris, Larry Simpson, Les Rankin, Art Cowie.

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For Withhold

Vote FOR or WITHHOLD for all nominees proposed by Management

2. Appointment of Auditors

To appoint Deloitte and Touche LLP, Chartered Accountants, as auditors of the Corporation for the ensuing year.

For Withhold

3. Fix Auditors Remuneration

To authorize the Board of Directors to fix the remuneration to be paid to the auditors of the Corporation.

For Against

4. Transact Other Business

To transact such other business as may properly come before the meeting.

For Against

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Authorized Signature(s) - This section must be completed for your instructions to be executed.

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. **If no voting instructions are indicated above, this Proxy will be voted as recommended by Management.**

Signature(s)

Date

MM / DD / YY

Interim Financial Statements

Mark this box if you would like to receive interim financial statements and accompanying Management's Discussion and Analysis by mail.

Annual Report

Mark this box if you would like to receive the Annual Report and accompanying Management's Discussion and Analysis by mail.

If you are not mailing back your proxy, you may register online to receive the above financial report(s) by mail at www.computershare.com/maillinglist.



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