

# PROSTEN TECHNOLOGY HOLDINGS LIMITED

## 長達科技控股有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8026)

### Form of Proxy for use at the Annual General Meeting (the “Meeting”) (or at any adjournment thereof) to be held on Wednesday, 5 August 2015 at 10:30 a.m.

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ share(s)<sup>2</sup> of HK\$0.10 each in the capital of the above-named Company, **HEREBY APPOINT** the Chairman of the Meeting<sup>3</sup> or \_\_\_\_\_ of \_\_\_\_\_ as my/our proxy to attend and vote for me/us at the Meeting (or at any adjournment thereof) of the Company to be held on 8th Floor, Wheelock House, 20 Pedder Street, Central, Hong Kong on Wednesday, 5 August 2015 at 10:30 a.m. for the purposes of considering, and, if thought fit, passing the resolutions as set out in the notice convening the Meeting and at such Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the Resolutions as indicated below.

ORDINARY RESOLUTIONS		FOR <sup>4</sup>	AGAINST <sup>4</sup>
1.	To receive and consider the audited consolidated financial statements of the Company and the reports of the directors (the “Directors”) and auditors for the year ended 31 March 2015.		
2.	(i) To re-elect the following Directors:		
	(a) Mr. Yip Heon Keung;	(a)	(a)
	(b) Mr. Yip Heon Ping;	(b)	(b)
	(c) Ms. Lai May Lun;	(c)	(c)
	(d) Mr. Xu Zhigang;	(d)	(d)
	(e) Ms. Ding Pingying;	(e)	(e)
	(f) Mr. Chen Weixi;	(f)	(f)
	(g) Ms. Wong Chi Yan;	(g)	(g)
	(h) Mr. Xu Xiaoping; and	(h)	(h)
	(i) Mr. Lam Kwok Cheong	(i)	(i)
(ii) To authorise the board of Directors (the “Board”) to fix the Directors’ remuneration.			
3.	To re-appoint HLB Hodgson Impey Cheng Limited as auditors of the Group and to authorise the Board to fix their remuneration.		
4.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the existing issued share capital of the Company.		
5.	To grant a general mandate to the Directors to allot and issue additional shares of the Company not exceeding 20% of the existing issued share capital of the Company.		
6.	To extend the general mandate granted to the Directors to issue shares by the number of shares repurchased.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2015 Signature of Shareholder<sup>5</sup> \_\_\_\_\_

**Notes:**

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, strike out the words “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 FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE APPROPRIATE BOX MARKED “AGAINST”.** Failure to tick either box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of an officer or attorney duly authorised.
- In the case of joint holders of a share the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members in respect of the joint holding.
- In order to be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the offices of Tricor Tengis Limited, the Hong Kong branch share registrar and transfer office of the Company at Level 22, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- A proxy need not be a shareholder of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish, in such event, the instrument appointing a proxy shall be deemed to be revoked.
- The description of this resolution is by way of summary only. The full text appears in the notice of the Meeting.