



# SINO-TECH INTERNATIONAL HOLDINGS LIMITED

## 泰豐國際集團有限公司\*

(Incorporated in Bermuda with limited liability)

(Stock Code: 724)

### FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING

to be held on Wednesday, 8 June 2011 at 10:00 a.m. (the "Meeting")

(or any adjournment thereof)

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ shares <sup>(Note 2)</sup> of  
HK\$0.01 each in the share capital of Sino-Tech International Holdings Limited (the "Company"), **HEREBY APPOINT THE  
CHAIRMAN OF THE MEETING** <sup>(Note 3)</sup> or \_\_\_\_\_  
of \_\_\_\_\_

as my/our proxy to attend and vote for me/us on my/our behalf at the Meeting (and at any adjournment thereof) of the Company to be held at 32/F Entertainment Building, 30 Queen's Road Central, Hong Kong on Wednesday, 8 June 2011 at 10:00 a.m. for the purposes of considering, and if thought fit, passing the resolutions as set out in the notice convening the Meeting and indicated below:

ORDINARY RESOLUTIONS		For <sup>4</sup>	Against <sup>4</sup>
1.	To receive and adopt the audited consolidated financial statements of the Company, the reports of the directors and the independent auditor's report for the year ended 31 December 2010.		
2A.	To re-elect Mr. Lam Yat Keung as an executive director of the Company.		
2B.	To re-elect Mr. Ho Chi Fai as an independent non-executive director of the Company.		
2C.	To re-elect Professor Ma Hongwei as an independent non-executive director of the Company.		
2D.	To authorize the remuneration committee of the board of directors of the Company to fix the remuneration of the directors of the Company.		
3.	To re-appoint SHINEWING (HK) CPA Limited as the auditor of the Company and to authorize the board of directors to fix their remuneration.		
4A.	To give a general mandate to the board of directors of the Company to allot, issue and otherwise deal with additional shares and other securities of the Company.		
4B.	To give a general mandate to the board of directors of the Company to repurchase shares of the Company.		
4C.	To extend the general mandate of the board of directors of the Company to allot, issue and otherwise deal with new shares and other securities of the Company by the addition of an amount representing the aggregate nominal amount of shares repurchased by the Company.		
5.	To approve the refreshment of general scheme limit under the share option scheme as adopted by the Company on 28 November 2002.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2011 Signature(s)<sup>(Note 5)</sup> \_\_\_\_\_

#### Notes:

- Please fill in your full name(s) and address(es) in BLOCK CAPITALS. The name of all joint holders should be stated.
- Please fill in the number of shares registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- Please insert the name of the proxy, if no name is inserted, the chairman of the Meeting will act as your proxy. The proxy need not to be a member of the Company but must attend the Meeting in person to represent you.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK ("✓") THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION TICK ("✓") IN THE BOX MARKED "AGAINST". Failure to tick a 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.
- 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 of such power or authority, must be returned to the Company's branch share registrar in Hong Kong, Tricor Tengis Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- This form of proxy either must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must either be executed under its common seal or under the hand of an officer or attorney or other person duly authorized.
- Where there are 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 were solely entitled therein, but if more than one of such joint holders be present at the Meeting, personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish; and in such event, the appointment of the proxy will be deemed to be revoked.
- ANY ALTERNATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.

\* For identification purpose only