



# Mitsumaru East Kit (Holdings) Limited 三丸東傑(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2358)

## PROXY FORM FOR USE AT THE EXTRAORDINARY GENERAL MEETING

I/We <sup>(note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(note 2)</sup> shares \_\_\_\_\_  
of HK\$0.10 each in the share capital of MITSUMARU EAST KIT (HOLDINGS) LIMITED (the "Company"), hereby  
appoint <sup>(note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him the Chairman of the meeting as my/our proxy(ies) to attend and act for me/us at the extraordinary general meeting (the "EGM")  
of the Company to be held at Suite 5005-6, 50/F, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on 1 February 2012 at 10:00 a.m. or  
at any adjournment thereof and to vote at the EGM or any adjournment thereof in respect of the resolution as hereunder indicated or, if no such  
indication is given, as my/our proxy(ies) thinks fit.

Ordinary Resolution	For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>
<p>To (i) confirm, ratify and approve the share transfer agreement dated 15 December 2011 entered into between China Mutual Investment Limited ("China Mutual"), an indirect wholly-owned subsidiary of the Company, and 徐國耀 (Xu Guoyiu) ("Mr. Xu") in relation to the proposed acquisition by China Mutual of 22.5% equity interest in the registered capital of 武漢盛博科技有限公司 (Wuhan Sunbow Science &amp; Technology Co., Ltd.) ("Sunbow") from Mr. Xu at a consideration of RMB1,552,500 (equivalent to approximately HK\$1,863,000) (the "Xu Share Transfer Agreement") and the transactions contemplated thereunder; (ii) confirm, ratify and approve the share transfer agreement dated 15 December 2011 entered into between China Mutual and 劉輔軍 (Liu Fujun) ("Ms. Liu") in relation to the proposed acquisition by China Mutual of 45% equity interest in the registered capital of Sunbow from Ms. Liu at a consideration of RMB3,105,000 (equivalent to approximately HK\$3,726,000) (the "Liu Share Transfer Agreement") and the transactions contemplated thereunder; (iii) confirm, ratify and approve the share transfer agreement dated 15 December 2011 entered into between China Mutual and 賈俊寧 (Jia Junning) ("Mr. Jia") in relation to the proposed acquisition by China Mutual of 5% equity interest in the registered capital of Sunbow from Mr. Jia at a consideration of RMB345,000 (equivalent to approximately HK\$414,000) (the "Jia Share Transfer Agreement") and the transactions contemplated thereunder; (iv) approve the joint venture agreement (the "Joint Venture Agreement") to be entered into by China Mutual, Mr. Xu and Mr. Jia in relation to the operations of Sunbow and the transactions contemplated thereunder; (v) approve the articles of association (the "Articles of Association") to be entered into by China Mutual, Mr. Xu and Mr. Jia in respect of Sunbow and the transactions contemplated; and (vi) authorise the directors of the Company to do all things and execute all documents which they may consider necessary, desirable or expedient to give effect to any or all transactions contemplated under the Xu Share Transfer Agreement, Liu Share Transfer Agreement, the Jia Share Transfer Agreement, the Joint Venture Agreement and the Articles of Association.</p>		

Dated day of \_\_\_\_\_ Signature <sup>(notes 5 and 6)</sup>: \_\_\_\_\_

**Notes:**

- Please insert full name(s) and address(es) (as shown in the register of member) in **BLOCK CAPITALS**.
- Please insert the number of all the shares in the Company registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- Please insert the name and address of the proxy desired. **If no name is inserted, the chairman of the EGM will act as your proxy.**
- Important: if you wish to vote for the resolution, tick in the box marked "For". If you wish to vote against the resolution, tick in the 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 EGM other than that referred to in the notice convening the EGM. If you wish to vote part of your shares for and part of your shares against the resolution in the event that a poll is called, please insert the number of shares in the relevant box.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same. Any alteration made to this form of proxy must be signed by the person who signs it.
- Where there are joint holders of any share in the share capital of the Company, any one of such joint holder may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the EGM, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- In order to be valid, the instrument appointing a proxy and (if required by the board of directors of the Company) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power of attorney or authority, must be delivered to the Company's Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited at Rooms 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the EGM or adjourned meeting at which the person named in the instrument proposes to vote.
- A proxy need not be a member of the Company.
- Delivery of an instrument appointing a proxy will not preclude you from attending and voting in person at the EGM and in such event, the instrument appointing a proxy shall be deemed to be revoked.