



# 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 SPECIAL GENERAL MEETING

to be held on Saturday, 31 October 2009 (the “Meeting”)

(or any adjournment thereof)

I/We <sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holders(s) of <sup>2</sup> \_\_\_\_\_  
\_\_\_\_\_ share(s) of HK\$0.01 each  
in the capital of SINO-TECH INTERNATIONAL HOLDINGS LIMITED (the “Company”), **HEREBY APPOINT** the  
Chairman of the Meeting <sup>3</sup> or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and vote for me/us and on my/our behalf at the Meeting of the Company to be held on Saturday,  
31 October 2009 at Room 2605-09, CCT Telecom Building, 11 Wo Shing Street, Fotan, Shatin, Hong Kong at 10:00  
a.m. (or at any adjournment thereof) in respect of the resolution set out in the notice convening the Meeting as hereunder  
indicated, and if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION	For <sup>4</sup>	Against <sup>4</sup>
To approve, inter alia, the agreement (the “Agreement”) dated 28 September 2009 entered into between the Company and Mr. Sher Tak Chi in respect of the sale of the entire issued share capital of Classic Line International Limited (the “Target Subsidiary”) and the outstanding shareholders’ loan owed by the Target Subsidiary to the Company as at completion of the Agreement.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2009 Signature(s) <sup>6</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, a form of proxy and the power of attorney or other authority (if any) under which it is signed, or a certified copy thereof, must be delivered to the Company’s branch registrar, Tricor Tengis Limited at 26/F., Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong as soon as possible and in any event not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.
- Delivery of an instrument appointing a proxy shall not preclude you from attending and voting in person at the meeting and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- The form of proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
- Where there are joint holders of any shares of the Company any one of such joint holder may vote, either in person or by proxy, in respect of such shares as if he were solely entitled thereto, but if more than one of such holders be present at the meeting 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.
- ANY ALTERNATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.

\* For identification purpose only