



TCL 多媒體科技控股有限公司

TCL MULTIMEDIA TECHNOLOGY HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1070)

(the "Company")

PROXY FORM FOR THE ANNUAL GENERAL MEETING OF 8 JUNE 2006

I/We ⁽¹⁾
of
being the registered holder(s) of ⁽²⁾ shares of HK\$0.10 each in the
capital of the Company hereby appoint the Chairman of the Meeting, or ⁽³⁾

as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company (and at any adjournment thereof) to be held at Tianshan and Lushan Room, 5/F, Island Shangri-La Hong Kong Hotel, Two Pacific Place, Supreme Court Road, Hong Kong on 8 June 2006 at 2 p.m. and to vote in respect of the following resolutions as indicated:

ORDINARY RESOLUTIONS		FOR ⁽⁴⁾	AGAINST ⁽⁴⁾
1.	to adopt the audited financial statements for the year ended 31 December 2005 and the reports of the directors (the "Directors") and auditors (the "Auditors") of the Company thereon		
2.	(a) to elect Mr. Wang Kang Ping as an executive Director and		
	(b) to authorise the board of Directors to fix his remuneration		
3.	(a) to re-elect the retiring Directors		
	(i) to re-elect Mr. Li Dong Sheng as an executive Director		
	(ii) to re-elect Ms. Lu Zhong Li as an executive Director		
	(iii) to re-elect Mr. Yan Yong as an executive Director		
	(iv) to re-elect Mr. Albert Thomas da Rosa, Junior as a non-executive Director and to hold office until the conclusion of next annual general meeting of the Company		
	(v) to re-elect Mr. Tang Guliang as an independent non-executive Director and to hold office until the conclusion of next annual general meeting of the Company		
	(vi) to re-elect Mr. Wang Bing as an independent non-executive Director and to hold office until the conclusion of next annual general meeting of the Company		
4.	(b) to authorise the board of Directors to fix their remuneration		
	to re-appoint Messrs. Ernst & Young as the Auditors and to authorise the board of Directors to fix their remuneration		
5.	to extend the general mandate to the Directors to issue or otherwise deal with unissued shares of the Company up to a maximum of 20% of the aggregate nominal value of the share capital of the Company in issue (the "General Mandate") as set out in item (5) of the Notice of Annual General Meeting		
6.	to extend the repurchase mandate to the Directors to repurchase shares of the Company up to a maximum of 10% of the issued share capital of the Company (the "Repurchase Mandate") as set out in item (6) of the Notice of Annual General Meeting		
7.	to approve the addition to the General Mandate of an amount representing the aggregate nominal amount of the share capital as represented by shares repurchased by the Company under the Repurchase Mandate as set out in item (7) of the Notice of Annual General Meeting		
SPECIAL RESOLUTION		FOR ⁽⁴⁾	AGAINST ⁽⁴⁾
8.	to amend the articles of association of the Company as set out in item (8) of the Notice of Annual General Meeting		

Dated Signature⁽⁵⁾⁽⁶⁾⁽⁷⁾⁽⁸⁾
(Full name in block capitals)

- 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 in the Company registered in your name(s).
 - If you wish to appoint a proxy other than the Chairman of the Meeting, please strike out "the Chairman of the Meeting" and insert the name and address of the person you wish to appoint in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.** A proxy need not be a member of the Company.
 - IMPORTANT: If you wish to vote for any resolution, please indicate with an "x" in the appropriate space marked "For" beside the resolution. If you wish to vote against any resolution, please indicate with an "x" in the appropriate space marked "Against" beside the resolution. In the absence of any such indication, the proxy will vote for or against the resolution or will abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Annual General Meeting other than those referred to in the Notice convening the Annual General Meeting.
 - In the case of joint shareholders, the vote of the senior who renders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of other joint holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members.
 - The form of proxy must be signed by you or your attorney duly authorised in writing. In the case of a corporation, this form must be executed under seal or under the hand of an officer or attorney duly authorised.
 - 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 Company's Branch Share Registrar in Hong Kong at Tengis Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for the Annual General Meeting or any adjournment thereof.
 - Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.