



# MAN YUE TECHNOLOGY HOLDINGS LIMITED

## 萬裕科技集團有限公司

(Incorporated in Bermuda with limited liability)

(stock code: 00894)

### FORM OF PROXY FOR ANNUAL GENERAL MEETING (AND AT ANY ADJOURNMENT THEREOF)

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 capital of Man Yue Technology Holdings Limited (the “Company”), HEREBY APPOINT <sup>(Notes 3 & 8)</sup> the Chairman of the Annual General Meeting or \_\_\_\_\_  
of \_\_\_\_\_

as my/our proxy to attend and act on me/us at the Annual General Meeting (or at any adjournment thereof) of the Company to be held at Level 10, World-Wide House, 19 Des Voeux Road Central, Hong Kong on Wednesday, 9 May 2012 at 11:00 a.m. for the purpose of considering and, if thought fit, passing the resolutions set out in the notice convening the Annual General Meeting and at such Meeting (or at adjournment thereof) to vote for me/us and in my/our name(s) in respect of such resolutions as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

RESOLUTIONS		For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>
1.	To receive and consider the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 31 December 2011.	1.	1.
2.	To declare a final dividend of 3.0 HK cents per share for the year ended 31 December 2011.	2.	2.
3.	To re-elect Ms. Kee Chor Lin as an executive director of the Company.	3.	3.
4.	To re-elect Mr. Ko Pak On as an executive director of the Company.	4.	4.
5.	To re-elect Mr. Lo Kwok Kwei, David as an independent non-executive director of the Company.	5.	5.
6.	To authorise the remuneration committee of the Company to fix the remuneration of the directors of the Company.	6.	6.
7.	To re-appoint Messrs. PricewaterhouseCoopers as auditors and authorise the board of the directors of the Company to fix their remuneration.	7.	7.
8A.	To give a general mandate to the directors to issue and allot shares.	8A.	8A.
8B.	To give a general mandate to the directors to repurchase the Company’s own shares.	8B.	8B.
8C.	To extend the mandate granted under resolution 8A by including nominal amount of the shares repurchased by the Company pursuant to resolution 8B.	8C.	8C.

Signature(s) <sup>(Notes 5 & 6)</sup> \_\_\_\_\_

Date \_\_\_\_\_

Notes:

- Full name(s) and address(es) must be inserted in BLOCK CAPITALS.
- Please insert the number of shares of HK\$0.1 each 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 the proxy other than the Chairman of the Annual General Meeting is preferred, please strike out the words “the Chairman of the Annual General Meeting or” and insert the name and address of the proxy desired in the space provided in BLOCK CAPITAL. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE ANNUAL GENERAL MEETING WILL ACT AS YOUR PROXY.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE INDICATE WITH A TICK IN THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE INDICATE WITH A TICK IN THE RELEVANT BOX MARKED “AGAINST”. FAILURE TO COMPLETE THE BOX WILL ENTITLE YOUR PROXY TO CAST YOUR VOTE AT HIS, HER OR ITS DISCRETION.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of corporation, must be either under its common seal or under the hand of an officer or attorney duly authorised.
- In the case of joint holders, this form of proxy must be signed by the member whose name appears first on the register of members.
- In order to be valid, the proxy form and, if such proxy form is signed by a person under a power of attorney or other authority on your behalf, a certified copy of that power of attorney or authority shall be deposited at the branch share registrar of the Company in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong, as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the Annual General Meeting or any adjourned meeting (as the case may be).
- The proxy need not be a member of the Company.
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the Annual General Meeting if you so wish and in such event, the instrument appointing a proxy shall be deemed to have been revoked.
- ANY ALTERATION MADE TO THIS FORM MUST BE INITIALLED BY THE PERSON WHO SIGNED THE FORM.