



YUXING INFOTECH HOLDINGS LIMITED

裕興科技控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 8005)

PROXY FORM

Form of proxy for use by shareholders at the special general meeting convened to be held at Unit 1809, 18/F, Tower III, Enterprise Square, 9 Sheung Yuet Road, Kowloon Bay, Kowloon, Hong Kong on Monday, 3rd November 2008 at 11:00 a.m.

I/We¹ _____
of _____
being the holder(s) of² _____ shares of HK\$0.025 each of Yuxing InfoTech Holdings Limited (the "Company") hereby appoint the Chairman of the Meeting, or³ _____
of _____
to act as my/our proxy at the special general meeting of the Company to be held at Unit 1809, 18/F, Tower III, Enterprise Square, 9 Sheung Yuet Road, Kowloon Bay, Kowloon, Hong Kong on Monday, 3rd November 2008 at 11:00 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below.

Please tick "√" in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll.

ORDINARY RESOLUTION	FOR ⁴	AGAINST ⁴
To approve the appointment of Mazars CPA Limited as auditors of the Company to fill the vacancy following the resignation of CCIF CPA Limited and to hold office until the conclusion of the next annual general meeting of the Company, and to authorize the board of directors of the Company to fix their remuneration.		
SPECIAL RESOLUTION		
To approve the amendment to bye-laws 154(1), 156 and 157 of the bye-laws of the Company.		

Dated this _____ day of _____ 2008 Signature⁶: _____

Notes:

- 1 Full name(s) and address(es) are to be inserted in BLOCK CAPITALS.
- 2 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 capital of the Company registered in your name(s).
- 3 A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words "the Chairman of the Meeting or" and insert the name and address of the person appointed proxy in the space provided.
- 4 IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PUT A TICK "√" IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PUT A TICK "√" IN THE BOX MARKED "AGAINST". Failure to complete the box will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- 5 Where there are joint holders of any share 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 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. For this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
- 6 The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- 7 In order to be valid, the form of 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 that power or authority, must be deposited at the office of the Company's Hong Kong branch registrar, Computershare Hong Kong Investor Services Limited, 46th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time for holding the special general meeting or adjourned meeting.
- 8 Any alteration made to this form should be initialled by the person who signed the form.

* For identification purposes only