



# YUXING INFOTECH INVESTMENT HOLDINGS LIMITED

## 裕興科技投資控股有限公司\*

(incorporated in Bermuda with limited liability)

(Stock Code: 8005)

### PROXY FORM

Form of proxy for use by shareholders at the annual general meeting convened to be held at Units 2107-08, 21/F, Exchange Tower, 33 Wang Chiu Road, Kowloon Bay, Kowloon, Hong Kong on Friday, 16th May 2014 at 10:30 a.m. (the "Meeting")

I/We (Note a) \_\_\_\_\_

of \_\_\_\_\_

being the holder(s) of (Note b) \_\_\_\_\_ shares of HK\$0.025 each in the capital of Yuxing InfoTech Investment Holdings Limited (the "Company") hereby appoint the Chairman of the Meeting or \_\_\_\_\_ of \_\_\_\_\_

to act as my/our proxy (Note c) at the annual general meeting of the Company to be held at Units 2107-08, 21/F, Exchange Tower, 33 Wang Chiu Road, Kowloon Bay, Kowloon, Hong Kong on Friday, 16th May 2014 at 10:30 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll (Note d).

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors of the Company (the "Directors") and auditors of the Company for the year ended 31st December 2013.		
2.	To declare a final dividend for the year ended 31st December 2013 of HK\$0.05 per ordinary Share (each a "Share") of HK\$0.025 each in the share capital of the Company.		
3.	(a) to re-elect the retiring Director, Mr. Zhu Wei Sha as an executive Director and the chairman of the Company;		
	(b) to re-elect the retiring Director, Mr. Shi Guang Rong as an executive Director of the Company;		
	(c) to re-elect the retiring Director, Mr. Zhu Jiang as an executive Director of the Company;		
	(d) to re-elect the retiring Director, Mr. Wu Jia Jun as an independent non-executive Director of the Company;		
	(e) to authorise the Directors to fix the Directors' remuneration for the year ending 31st December 2014.		
4.	To re-appoint the Company's auditors and to authorise the Directors to fix their remuneration.		
5.	To grant a general mandate to the Directors to allot and issue additional shares of the Company not exceeding 20% of the issued share capital of the Company.		
6.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of its issued share capital of the Company.		
7.	To extend the general mandate granted to the Directors to allot and issue additional shares of the Company by an amount equal to the nominal amount of shares repurchased by the Company.		

Dated the \_\_\_\_\_ day of \_\_\_\_\_, 2014

Shareholder's signature \_\_\_\_\_ (Notes e, f, g and h)

**Notes:**

- Full name(s) and address(es) are 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 capital of the Company registered in your name(s).
- 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.
- 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 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.
- 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.
- 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.
- 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, 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time for holding the annual general meeting or adjourned meeting.
- Any alteration made to this form should be initialled by the person who signed the form.

\* For identification purposes only