



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 (the "Meeting") to be held at Unit 1809, 18/F, Tower III, Enterprise Square, 9 Sheung Yuet Road, Kowloon Bay, Kowloon, Hong Kong on 25 May 2011 at 11:00 a.m. (or any adjournment thereof)

I/We (Note a) _____
of _____ being
the registered holder(s) of (Note b) _____ shares ("Shares")
of HK\$0.025 each in the capital of Yuxing InfoTech Holdings Limited (the "Company"), **HEREBY APPOINT** the Chairman
of the Meeting, or _____
of _____
as my/our proxy (Note c) to attend and vote for me/us and on my/our behalf at the Meeting to be held at Unit 1809, 18/F, Tower III, Enterprise Square, 9 Sheung Yuet Road, Kowloon Bay, Kowloon, Hong Kong on 25 May 2011 at 11:00 a.m. (or any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the special resolution as indicated hereunder, and, if no such indication is given, as my/our proxy thinks fit.

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

SPECIAL RESOLUTION		For	Against
1.	Subject to and conditional upon the approval of the Registrar of Companies in Bermuda being obtained, to approve the change of English name of the Company from "Yuxing InfoTech Holdings Limited" to "Yuxing InfoTech Investment Holdings Limited" and that the new Chinese name "裕興科技投資控股有限公司" be adopted in place of "裕興科技控股有限公司" as the secondary name of the Company for identification purpose only, and any one director of the Company be and is hereby authorized to do all such acts and things and execute all documents as he/she considers necessary or expedient to give effect to the aforesaid change of name of the Company		

Dated the _____ day of _____ 2011

Shareholder's Signature: _____ (Notes e, f, g and h)

Notes:

- (a) Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**. The name(s) of all joint holder(s) of any Share must be stated.
- (b) 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 registered in your name(s).
- (c) A proxy need not be a member of the Company. If you wish to appoint any person other than the Chairman 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.
- (d) **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 other resolution(s) properly put to the Meeting other than those referred to in the notice convening the Meeting.
- (e) 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/she 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 of the Company in respect of the joint holding.
- (f) The form of proxy must be signed by a shareholder, or his/her 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.
- (g) 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 of attorney or authority, must be deposited at the office of the Company's Hong Kong branch registrar, Computershare Hong Kong Investor Services Limited, at 46th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- (h) Any alteration made to this form should be initialled by the person who signed the form.

* For identification purpose only