



COMPUTECH HOLDINGS LIMITED

駿科網絡訊息有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8081)

FORM OF PROXY

FOR THE EXTRAORDINARY GENERAL MEETING ("MEETING") TO BE HELD ON 14 JANUARY 2014 (OR ANY ADJOURNMENT THEREOF)

I/We ⁽¹⁾, _____
of _____
being the registered holder(s) of _____ ⁽²⁾ ordinary shares of HK\$0.10 each in the share capital of Computech Holdings Limited ("Company") HEREBY APPOINT ⁽³⁾ the Chairman of the Meeting or _____
of _____

to act as my/our proxy to attend and act for me/us at the Meeting to be held at Jasmine Room, Level 2, Royal Park Hotel, 8 Pak Hok Ting Street, Shatin, New Territories, Hong Kong on Tuesday, 14 January 2014 at 9:00 a.m. and at any adjournment thereof for the purposes of considering and, if thought fit, passing with or without amendment the resolutions as set out in the notice convening the Meeting and at the Meeting, or at any adjournment thereof, to vote for me/us in my/our name(s) in respect of the said resolutions as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

Please tick ("✓") the appropriate boxes to indicated how you wish your votes to be cast⁽⁴⁾.

No.	ORDINARY RESOLUTIONS	FOR ⁽⁴⁾	AGAINST ⁽⁴⁾
1.	To approve the SM Placing Agreement (as defined in the circular of the Company dated 27 December 2013 ("Circular")) and all the transactions contemplated thereunder (including the allotment and issue of the SM Placing Shares (as defined in the Circular)) and to authorise the directors of the Company to execute all such documents or do such acts and things as they consider necessary, desirable or expedient for the implementation thereof.		
2.	To increase the authorised share capital of the Company from HK\$100,000,000 divided into 1,000,000,000 ordinary shares of HK\$0.10 each ("Shares") to HK\$200,000,000 divided into 2,000,000,000 Shares by the creation of an additional 1,000,000,000 Shares and to authorise the directors of the Company to do all such acts and execute all such documents as they consider necessary, desirable or expedient for the implementation thereof.		
3.	To re-elect Mr. Zhang Xiongfeng as an executive director of the Company.		

Date: _____

Signature ^(5 to 8): _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares registered in your name(s) in which the proxy relates. 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).
3. If any proxy other than the Chairman of the Meeting is preferred, strike out the words "the Chairman of the Meeting or" and insert the name and address of the proxy desired in the space provided. **Any alteration made to this form of proxy must be initialed by the person who signs it.**
4. **IMPORTANT:** If you wish to vote for the resolution, please indicate with a tick in the box marked "For". If you wish to vote against the resolution, please indicate with a tick in the box marked "Against". Failure to fill in either 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. You are requested to lodge this form of proxy, together with a power of attorney or other authority (if any) under which it is signed or a certified copy of such power of attorney or authority, to the Company's branch share registrar in Hong Kong, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not less than 48 hours before the time appointed for the holding of the Meeting, or any adjournment thereof.
6. This form of proxy must be signed by you or your attorney duly authorised in writing or in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorised.
7. Where there are joint holders of any share, any one of such persons may vote at the Meeting, either personally 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 are present at the Meeting, whether personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
8. A proxy need not be a member of the Company but must attend the Meeting in person to represent you.

* For identification purpose only