



Computech Holdings Limited

駿科網絡訊息有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8081)

Instrument appointing a Proxy for the Extraordinary General Meeting of the Company

I/We¹, _____

of _____

being the registered holder(s) of² _____ Shares of HK\$0.01 each in the capital of Computech Holdings Limited (the "Company"), HEREBY APPOINT³ _____

of _____

or, failing him, the Chairman of the meeting as my/our proxy to attend and vote for me/us and on my/our behalf at the extraordinary general meeting (or at any adjournment thereof) of the Company ("Extraordinary General Meeting") to be held at 10th Floor, Westlands Centre, 20 Westlands Road, Quarry Bay, Hong Kong at 10:00 a.m. on Thursday, 1 June 2006 for the purpose of considering and, if thought fit, passing the ordinary resolution and special resolution set out in the notice convening the Extraordinary General Meeting (or any adjournment thereof) and to vote for me/us in my/our name(s) in respect of the said resolutions as indicated below or, if no such indication is given, as my/our proxy thinks fit.

RESOLUTIONS	FOR ⁴	AGAINST ⁴
1. Share Consolidation		
2. Amendments to the articles of association of the Company		

Dated this _____ day of _____, 2006

Signature(s) _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- 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 of the Company registered in your name(s).
- Insert in **BLOCK CAPITALS** the name and address of the proxy desired in the space provided. If no name is inserted, the Chairman of the meeting will act as your proxy. Any member entitled to attend and vote at the meeting shall be entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a member of the Company. Any alteration made to this form of proxy must be initialled by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK IN THE BOX MARKED "AGAINST"**. Failure to complete the appropriate 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.
- Full context of the ordinary resolution and special resolution above are set out in the notice of Extraordinary General Meeting to which this form of proxy is attached. Terms defined in the notice of Extraordinary General Meeting shall have the same meanings when used herein unless the context otherwise requires.
- 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 signed under its seal or under the hand of an officer, attorney or other persons duly authorised on that behalf.
- In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members.
- To be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority, must be deposited at 10th Floor, Westlands Centre, 20 Westlands Road, Quarry Bay, Hong Kong not less than 48 hours before the time appointed for holding of the meeting.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.

* for identification purpose only