

FinTronics

銀創控股

FINTRONICS HOLDINGS COMPANY LIMITED

銀創控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock code: 706)

PROXY FORM

Form of proxy for use by shareholders at the special general meeting convened to be held at 10:00 a.m. on Monday, 26 February 2007 at Room 3203, 32/F, Admiralty Centre I, 18 Harcourt Road, Hong Kong, Hong Kong (or any adjournment thereof).

I/We ^(note a) _____

of _____

being the holder(s) of _____ ^(note b)

shares of HK\$0.10 each in FinTronics Holdings Company Limited (“**Company**”) hereby appoint the Chairman of the special general meeting (“**Meeting**”) of the Company or _____

of _____

to act as my/our proxy ^(note c) at the Meeting to be held at 10:00 a.m. on Monday, 26 February 2007 at Room 3203, 32/F, Admiralty Centre I, 18 Harcourt Road, Hong Kong and at any adjournment thereof and to vote on my/our behalf as directed below.

Please make a mark in the appropriate box to indicate how you wish your vote to be cast ^(note d).

ORDINARY RESOLUTION	FOR	AGAINST
To approve the Equity Transfer Agreement and the Disposal.		

Dated _____

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 special general meeting (“**Meeting**”) of the Company or” and insert the name and address of the person appointed proxy in the space provided.
- If you wish to vote for the resolution set out above, please tick (“✓”) the box marked “For” against such resolution. If you wish to vote against the resolution, please tick (“✓”) the box marked “Against” against such resolution.** If the form returned is duly signed but without specific direction on the proposed resolution, the proxy will vote or abstain at his discretion in respect of such resolution; or if there is no specific direction on the proposed resolution, the proxy will, in relation to the proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than that set out in the notice convening the Meeting.
- In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- 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.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the offices of the Company's branch share registrar in Hong Kong, Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not later than 48 hours before the time of the Meeting or any adjourned meeting.
- Any alteration made to this form should be initialled by the person who signs the form.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting or any adjournment thereof if you so wish.

* for identification purpose only