



**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 use by shareholders at the annual general meeting (“Meeting”) of Computech Holdings Limited (“Company”) to be held at 10/F., Westlands Centre, 20 Westlands Road, Quarry Bay, Hong Kong at 10:00 a.m. on Friday 29th April, 2005.**

I/We <sup>(note 1)</sup>, \_\_\_\_\_  
 of \_\_\_\_\_  
 being the registered holder(s) of <sup>(note 2)</sup> \_\_\_\_\_ of HK\$0.01 each in the capital of the Company  
 HEREBY APPOINT <sup>(note 3)</sup> \_\_\_\_\_  
 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 Meeting (or at any adjournment thereof) of the Company for the purpose of considering and, if thought fit, passing the resolutions set out in the notice convening the 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.

Please make a mark in the appropriate boxes to indicate how you wish the proxy to vote on your behalf <sup>(note 4)</sup>.

ORDINARY RESOLUTION	FOR	AGAINST
1. To receive and consider the audited financial statements and the reports of the directors of the Company and the auditors for the year ended 31st December 2004	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-elect the following directors and to authorize the board of directors (“Board”) to fix their remuneration:		
(a) Lo, Richard	<input type="checkbox"/>	<input type="checkbox"/>
(b) Sugii Toshio	<input type="checkbox"/>	<input type="checkbox"/>
(c) Chung Kong Fei, Stephen	<input type="checkbox"/>	<input type="checkbox"/>
(d) Ng Chik Sum, Jackson	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-appoint auditors and authorize the Board to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>
4. To grant a general mandate to the Board to issue, allot and deal with unissued shares	<input type="checkbox"/>	<input type="checkbox"/>
5. To grant a general mandate to the Board to repurchase shares	<input type="checkbox"/>	<input type="checkbox"/>
6. To add the number of shares repurchased by the Company to the mandate granted to the Board under resolution no.4	<input type="checkbox"/>	<input type="checkbox"/>

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2005

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 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.
- 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 together with a company chop.
- 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 with the Company’s head office at 10/F., 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