



SHENZHEN HIGH-TECH HOLDINGS LIMITED

深圳科技控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 106)

Proxy form for use at the Special General Meeting to be held on 28 December 2010

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ shares of
HK\$0.20 each (the “Shares”) in the capital of SHENZHEN HIGH-TECH HOLDINGS LIMITED (the
“Company”) hereby appoint the Chairman of the meeting or ^(Note 3) _____
of _____
to act as my/our proxy at the Special General Meeting of the Company to be held at 20/F., One
International Finance Centre, 1 Harbour View Street, Central, Hong Kong on Tuesday, 28 December 2010,
at 10:00 a.m. (and at any adjournment thereof), and to vote on my/our behalf on the undermentioned
resolution as indicated below ^(Note 4).

Ordinary Resolution		For ^(Note 4)	Against ^(Note 4)
1.	To approve the appointment of BDO Limited as auditors.		

Dated this _____ day of _____ 2010. Signature(s) ^(Note 5) _____

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). If no number is inserted, this form of proxy will be deemed to relate to all the Shares registered in your name(s).
- (3) If any proxy other than the Chairman of the Meeting is preferred, strike out “the Chairman of the meeting or” and insert in **BLOCK CAPITALS** the full name and address of the proxy desired in the space provided.
- (4) **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE BOX MARKED “FOR” BESIDE THE RESOLUTION. YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK THE BOX MARKED “AGAINST” BESIDE THE RESOLUTION.** Failure to complete any or all boxes will entitle your proxy to cast his votes on the resolution at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- (5) This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation this proxy form must be under its common seal or under the hand of an officer or attorney so authorised.
- (6) 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 vote(s) of the other joint holders(s). For this purpose, seniority is determined by the order in which the names stand in the register of members in respect of the joint holdings.
- (7) To be valid, this proxy form 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 Hong Kong branch share registrars of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the meeting or any adjournment thereof.
- (8) A proxy need not be a shareholder of the Company but must attend the meeting in person to represent you.
- (9) Any alterations made to this proxy form must be initialled.
- (10) Completion and return of this proxy form will not preclude you from attending and voting at the meeting if you so wish.