



**City e-Solutions Limited**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 557)**

**FORM OF PROXY**  
**Annual General Meeting to be held on 21 April 2010**

I/We, \_\_\_\_\_  
of \_\_\_\_\_  
being a shareholder/shareholders of the abovenamed Company, hereby appoint *(see Note 1)* \_\_\_\_\_  
of \_\_\_\_\_  
or, failing him, \_\_\_\_\_  
of \_\_\_\_\_  
or, failing him, the Chairman of the Meeting as my/our proxy to vote and act for me/us and on my/our behalf at the Twenty-first Annual General Meeting of the Company to be held at Garden Room A, 2/F., Hotel Nikko Hong Kong, 72 Mody Road, Tsimshatsui East, Kowloon, Hong Kong on 21 April 2010 at 10:00 a.m. and at any adjournment thereof.

I/We declare this form of proxy to be used as indicated below *(see Note 2)*:

	<b>For</b> <i>(see Note 2)</i>	<b>Against</b> <i>(see Note 2)</i>
1. To receive the reports and financial statements for 2009		
2. (a) To re-elect Dr. Lo Ka Shui as an independent non-executive director		
(b) To re-elect Mr. Chan Bernard Charnwut as a non-executive director		
(c) To re-elect Mr. Teoh Teik Kee as an independent non-executive director		
(d) To authorise the directors to fix directors' remuneration		
3. To re-appoint auditors and to authorise the directors to fix their remuneration		
4. To grant a general mandate to the directors to issue shares		
5. To grant a general mandate to the directors to repurchase shares		
6. To approve the addition to the general mandate to issue shares of an amount equal to the shares repurchased pursuant to the general mandate to repurchase shares		

Signature \_\_\_\_\_

Number of ordinary shares to which  
this form of proxy relates *(see Note 3)*

Dated \_\_\_\_\_ 2010

**Notes:**

- Full name(s) and address(es) of the proxy/ies (who need not be a member of the Company) to be inserted in BLOCK CAPITALS. If not completed, the Chairman of the Meeting will act as your proxy.
- Please indicate with an "X" in the appropriate space opposite each resolution how you wish your proxy to vote on your behalf. If this form of proxy is signed and returned without any indication as to how your proxy shall vote, he will exercise his discretion as to whether or not he abstains from voting and, if appropriate, as to how he votes.
- Please insert the number of ordinary shares to which this form of proxy relates in the box provided. If a number is inserted, this form of proxy will be deemed to relate only to those shares. If no number is inserted, this form of proxy will be deemed to relate to all the ordinary shares in the Company which are registered in your name (whether solely or jointly with others).
- In the case of joint shareholders, this form of proxy must be signed by the shareholder whose name stands first in the Register of Members of the Company.
- In the case of a corporation, this form of proxy should be under its common seal or under the hand of an officer of the corporation duly 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 Company's principal office in Hong Kong at Room 2803, 28th Floor, Great Eagle Centre, No. 23 Harbour Road, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the Meeting or any adjournment thereof.
- Whether or not you intend to be present at the Meeting, you are requested to complete the form of proxy. The completion of a form of proxy and returning it to the Company will not preclude you from attending and voting in person at the Meeting or poll concerned and, in such event, the appointment of the proxy will be deemed to be revoked.