



SUN HING VISION GROUP HOLDINGS LIMITED  
 新興光學集團控股有限公司

# SUN HING VISION GROUP HOLDINGS LIMITED

## 新興光學集團控股有限公司\*

(Incorporated in Bermuda with limited liability)

(Stock Code: 125)

### FORM OF PROXY FOR ANNUAL GENERAL MEETING

I/We<sup>1</sup> \_\_\_\_\_  
 of \_\_\_\_\_  
 being the registered holder(s) of<sup>2</sup> \_\_\_\_\_ shares of HK\$0.10 each in the capital of  
 the abovenamed company (the "Company"), HEREBY APPOINT<sup>3</sup> the Chairman of the meeting, or failing him  
 of \_\_\_\_\_  
 as my/our proxy to attend and vote for me/us and on my/our behalf at the said meeting of the Company to be held at The  
 Garden Rooms, 2/F, The Royal Garden, 69 Mody Road, Tsimshatsui East, Kowloon, Hong Kong, on Friday, 24 August 2012 at  
 10:00 a.m. (or at any adjournment thereof) in respect of the resolutions set out in the notice convening the said meeting as  
 hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

	Resolution	For <sup>4</sup>	Against <sup>4</sup>
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditors for the year ended 31 March 2012.		
2.	A. To re-elect Mr. Ku Ngai Yung, Otis as director.		
	B. To re-elect Mr. Tsang Wing Leung, Jimson as director.		
	C. To re-elect Mr. Chan Chi Sun as director.		
	D. To re-elect Mr. Wong Che Man, Eddy as director.		
	E. To authorise the board of directors to fix the remuneration of the directors.		
3.	To re-appoint auditors and to authorise the board of directors to fix their remuneration.		
4.	To declare a final dividend and a final special dividend for the year ended 31 March 2012.		
5.	A. To grant a general mandate to the directors to allot and issue shares.		
	B. To grant a general mandate to the directors to repurchase the Company's own shares.		
	C. To add the nominal amount of the shares repurchased under resolution 5B to the mandate granted to the directors under resolution 5A.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2012.

Signature(s)<sup>6</sup> \_\_\_\_\_

**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 in the capital of the Company registered in your name(s).
3. If any proxy other than the Chairman of the meeting is preferred, delete the words "the Chairman of the meeting, or failing him" and insert the name and address of the proxy desired in the space provided. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.
4. IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST". Failure to tick a box will entitle your proxy to cast your vote 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. To be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed must be deposited at the Company's Branch Share Registrar in Hong Kong, Union Registrars Limited, 18th Floor, Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the said meeting.
6. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under its seal or under the hand of any officer or attorney or other person duly authorised.
7. Where there are joint registered holders of any share(s), any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share(s) as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the meeting, personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such share(s) shall alone be entitled to vote in respect thereof.
8. The proxy does not need to be a member of the Company but must attend the meeting in person to represent you.

\* For identification purposes only