



computime  
SINCE 1974

## COMPUTIME GROUP LIMITED

金寶通集團有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 320)

### FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING — 7 SEPTEMBER 2007

I/We (note 1) \_\_\_\_\_ (name)

of \_\_\_\_\_ (address)

being the registered holder(s) of (note 2) \_\_\_\_\_ ordinary shares of HK\$0.10

each in the capital of Computime Group Limited (the "Company") HEREBY APPOINT (note 3) THE CHAIRMAN OF THE MEETING or

\_\_\_\_\_ (name)

of \_\_\_\_\_ (address)

as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company to be held at Bowen Room, Level 7, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Friday, 7 September 2007 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 indicated below or, if no such indication is given, as my/our proxy thinks fit, and in respect of any other resolutions that may be properly put before the meeting.

RESOLUTIONS		For (note 4)	Against (note 4)
<b>Ordinary Resolutions</b>			
1.	To receive and consider the audited financial statements for the year ended 31 March 2007 together with the reports of the directors and auditors thereon.		
2.	To declare a final dividend of HK\$0.038 per share for the year ended 31 March 2007.		
3.	(a) To re-elect Mr. Auyang Ho as an executive director.		
	(b) To re-elect Mr. Auyang Pak Hong, Bernard as an executive director.		
	(c) To re-elect Ms. Choi Po Yee, Alice as an executive director.		
	(d) To re-elect Mr. Wong Ying Ho, Kennedy as a non-executive director.		
	(e) To re-elect Mr. Kam Chi Chiu, Anthony as a non-executive director.		
	(f) To re-elect Mr. Patel, Arvind Amratlal as a non-executive director.		
	(g) To re-elect Mr. Luk Koon Hoo as an independent non-executive director.		
	(h) To re-elect Mr. Siewert, Patrick Thomas as an independent non-executive director.		
	(i) To re-elect Mr. Feniger, Steven Julien as an independent non-executive director.		
	(j) To authorise the board of directors of the Company to fix the respective directors' remuneration.		
4.	To re-appoint Ernst & Young as auditors and to authorise the board of directors of the Company to fix their remuneration.		
5.	To grant a general mandate to the directors of the Company to allot, issue and deal with new shares not exceeding 20% of the issued share capital of the Company as at the date of passing of this resolution.		
6.	To grant a general mandate to the directors of the Company to repurchase the Company's own shares not exceeding 10% of the issued share capital of the Company as at the date of passing of this resolution.		
7.	To extend the general mandate to allot, issue and deal with new shares by the nominal amount of shares repurchased by the Company.		
<b>Special Resolution</b>			
8.	To amend the articles of association of the Company.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2007 Signature (note 5) \_\_\_\_\_

**Notes:**

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which this proxy relates. 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).
- Any shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint another person as his proxy to attend and vote instead of him. If any proxy other than the chairman of the meeting is preferred, please strike out the words "THE CHAIRMAN OF THE MEETING or" and insert the full name and address of the proxy desired in the space provided. A shareholder who is the holder of two or more shares may appoint more than one proxy to attend and vote on his behalf at the meeting provided that if more than one proxy is so appointed, the appointment shall specify the number of shares in respect of which each such proxy is so appointed. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "AGAINST".** Failure to tick either box in respect of a resolution will entitle your proxy to cast your vote in respect of that resolution at his discretion or to abstain. **Your proxy will also be entitled to vote at his discretion or to abstain on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.**
- This proxy form must be signed by you or your attorney duly authorised in writing or, in case of a corporation, must be either under its seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
- On a show of hands, every shareholder present in person (or being a corporation, is present by its duly authorised representative) or any proxy shall have one vote. On a poll, every shareholder present in person (or being a corporation, is present by its duly authorised representative) or any proxy shall have one vote for every fully paid share of which he is the holder. Where more than one proxy is appointed by a shareholder which is a recognised clearing house (or its nominee), each such proxy shall have one vote on a show of hands. A proxy need not be a member of the Company.
- In order to be valid, this proxy form and (if required by the board of directors of the Company) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power of attorney or authority, shall be delivered to the branch share registrars of the Company in Hong Kong, Computime Hong Kong Investor Services Limited, at Rooms 1806-7, 18th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting or adjourned meeting (as the case may be).
- Completion and return of this proxy form shall not preclude a shareholder from attending and voting in person at the meeting or any adjournment thereof and, in such event, the proxy form shall be deemed to be revoked.
- Where there are joint registered holders of any share, any one of such holders may vote at the meeting, either personally or by proxy, in respect of such share as if he 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 holders so present being the most or, as the case may be, the more senior shall alone be entitled to vote in respect of the relevant joint holding and, for this purpose, seniority shall be determined by the order in which the names of the joint holders stand in the register of members of the Company in respect of the relevant joint holding.
- Any alterations made to this form of proxy must be initialled by the person who signs it.

\* For identification purposes only