



# 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 — 8 SEPTEMBER 2008

I/We <sup>(note 1)</sup> \_\_\_\_\_ (name)  
of \_\_\_\_\_ (address)  
being the registered holder(s) of <sup>(note 2)</sup> \_\_\_\_\_ ordinary shares of  
HK\$0.10 each in the capital of Computime Group Limited (the "Company") **HEREBY APPOINT** <sup>(note 3)</sup> 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 Concord Room II & III, 8th Floor, Renaissance Harbour View Hotel, 1 Harbour Road, Wanchai, Hong Kong on Monday, 8 September 2008 at 9:45 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.

ORDINARY RESOLUTIONS		For <sup>(note 4)</sup>	Against <sup>(note 4)</sup>
1.	To consider and receive the audited consolidated financial statements of the Company and the reports of the Directors and Auditors for the year ended 31 March 2008.		
2.	To declare a final dividend of HK\$0.028 per share for the year ended 31 March 2008.		
3.	(a) To re-elect Mr. Auyang Pak Hong, Bernard as an executive director.		
	(b) To re-elect Mr. Kam Chi Chiu, Anthony as a non-executive director.		
	(c) To re-elect Mr. Steven Julien Feniger as an independent non-executive director.		
	(d) To re-elect Mr. Wong Chun Kong as a non-executive director.		
	(e) To authorize the board of directors of the Company to fix the respective directors' remuneration.		
4.	To re-appoint Ernst & Young as auditors and to authorize the board of directors of the Company to fix their remuneration.		
5.	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.		
6.	To grant a general mandate to the directors of the Company to allot, issue and deal with new shares of the Company not exceeding 20% of the issued share capital of the Company as at the date of passing of this resolution.		
7.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares of the Company by the nominal amount of the issued shares repurchased by the Company.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2008 Signature <sup>(note 5)</sup> \_\_\_\_\_

- 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, PLEASE PUT A TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PUT A 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 authorized 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 authorized to sign the same.
  - On a show of hands, every shareholder present in person (or being a corporation, is present by its duly authorized representative) or by proxy shall have one vote. On a poll, every shareholder present in person (or being a corporation, is present by its duly authorized representative) or by 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 recognized clearing house (or its nominee), each such proxy shall have one vote on a show of hands. A proxy need not be a shareholder of the Company.
  - In order to be valid, this proxy form and 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 Share Registrar of the Company in Hong Kong, Computershare 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, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, 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 initialed by the person who signs it.**

\* For identification purposes only