



# Futong Technology Development Holdings Limited

## 富通科技發展控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 465)

### FORM OF PROXY

**Form of proxy for use at the annual general meeting (“Meeting”) of Futong Technology Development Holdings Limited (the “Company”) to be held at 43rd Floor, Gloucester Tower, 15 Queen’s Road Central, The Landmark, Hong Kong at 9:30 a.m. on 19 May 2010 (Wednesday) and at any adjournment thereof**

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 Company, **HEREBY APPOINT**

**THE CHAIRMAN OF THE MEETING** or<sup>3</sup> \_\_\_\_\_

of \_\_\_\_\_

to act as my/our proxy to attend and on my/our behalf at the Meeting of the Company to be held at 43rd Floor, Gloucester Tower, 15 Queen’s Road Central, The Landmark, Hong Kong at 9:30 a.m. on 19 May 2010 (Wednesday) (or at any adjournment thereof) in respect of the resolution set out in the notice convening the Meeting as hereunder indicated and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS	FOR <sup>4</sup>	AGAINST <sup>4</sup>
1. To receive, consider and approve the Company’s audited financial statements and the reports of directors and auditors for the year ended 31 December 2009.		
2. (a) To re-elect Mr. Chen Jian as the Company’s director and authorise the board of directors of the Company to fix his remuneration.		
(b) To re-elect Ms. Zhang Yun as the Company’s director and authorise the board of directors of the Company to fix her remuneration.		
(c) To re-elect Mr. Guan Tao as the Company’s director and authorise the board of directors of the Company to fix his remuneration.		
(d) To re-elect Mr. Lee Kwan Hung as the Company’s director and authorise the board of directors of the Company to fix his remuneration.		
(e) To re-elect Mr. Yuan Bo as the Company’s director and authorise the board of directors of the Company to fix his remuneration.		
(f) To re-elect Mr. Ho Pak Tai Patrick as the Company’s director and authorise the board of directors of the Company to fix his remuneration.		
3. To re-appoint KPMG as the Company’s auditors and authorise the board of directors of the Company to fix their remuneration.		
4. To give a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company.		
5. To give a general mandate to the directors of the Company to repurchase shares in the Company not exceeding 10% of the issued share capital of the Company.		
6. To give a general mandate to extend the general mandate to the directors of the Company to allot, issue and deal with additional shares in the Company to include the nominal amount of shares repurchased under resolution no.4, if passed.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2010. Signature(s)<sup>5</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) to which this proxy relates. 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 shares in the Company registered in your name(s).
3. If any proxy other than the Chairman of the Meeting is preferred, please delete the words “THE CHAIRMAN OF THE MEETING or” and insert the name and address of the proxy desired in the space provided. A proxy need not be a member of the Company, but must attend the Meeting in person to represent you. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.
4. IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK IN THE APPROPRIATE BOXES BELOW THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK IN THE BOXES BELOW THE BOX MARKED “AGAINST”. Failure to tick either boxes will entitle your proxy to cast your vote(s) at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than that referred to in the notice convening such meeting.
5. 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 under its common seal or under the hand of an officer or attorney or any other person duly authorised to sign this form of proxy.
6. In the case of joint holders of a share, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the share.
7. 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 thereof, must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
8. Completion and return of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish. In the event that you attend the Meeting, this form of proxy will be deemed to have been revoked.