



# SINO STRIDE TECHNOLOGY (HOLDINGS) LIMITED

## 中程科技集團有限公司\*

(Incorporated in the Cayman Islands with limited liability)

### Form of Proxy for use at the Annual General Meeting to be held on Monday, 6 June, 2005

I/We <sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>2</sup> \_\_\_\_\_ shares of HK\$0.01 each in the share capital of the above-named Company, HEREBY APPOINT THE CHAIRMAN OF THE MEETING<sup>3</sup> or \_\_\_\_\_ of \_\_\_\_\_  
as my/our proxy to vote and act for me/us at the Annual General Meeting to be held at the Kellett Room III, 3/F, The Excelsior, Hong Kong, 281 Gloucester Road, Causeway Bay, Hong Kong on Monday, 6 June, 2005 at 10:30 a.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing the resolution set out in the notice convening the said Annual General Meeting (the "Notice of Annual General Meeting").

RESOLUTIONS	FOR <sup>4</sup>	AGAINST
1. To receive and consider the audited financial statements and the reports of the directors and auditors of the Company for the year ended 31 December 2004.		
2. To declare a final dividend.		
3. A (i) To re-elect Mr. Shen Yue as executive director.		
(ii) To re-elect Mr. Shi Jian Jun as independent non-executive director.		
(iii) To re-elect Mr. Li Xiaoqiang, Richard as independent non-executive director.		
B. To authorise the board of director (the "Board") to fix the directors' remuneration.		
4. To re-appoint Messrs. Ernst & Young as auditors and to authorise the Board to fix their remuneration.		
5 A. To give a general mandate to the directors to allot and issue additional shares.		
B. To give a general mandate to the directors to repurchase shares.		
C. To extend the general mandate to the directors to allot and issue additional shares up to a maximum of 20% of the shares repurchased by the Company pursuant to Resolution 5B.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2005. Signed <sup>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). 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).
- If any proxy other than the Chairman of the Meeting is preferred, strike out the words "THE CHAIRMAN OF THE MEETING" herein inserted and insert the name and address of the proxy desired in the space provided. A Member entitled to attend and vote at the Meeting is entitled to 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 and class 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 PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "AGAINST".** Failure to complete any or all the boxes will entitle your proxy to cast his votes 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.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of an officer or attorney or other person duly authorised.
- In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the Register of Members.
- To be valid, this form of proxy together with the 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 in Hong Kong, Abacus Share Registrars Limited at G/F Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof (as the case may be).
- The proxy need not be a Member of the Company but must attend the Meeting in person to represent you.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the Meeting if you so wish, in such event the instrument appointing a proxy shall be deemed to be revoked.

\* For identification purpose only