



**econtext Asia Limited**  
**環亞智富有限公司**

(Incorporated in Hong Kong with limited liability)

(Stock Code: 1390)

**FORM OF PROXY FOR THE ANNUAL GENERAL MEETING  
TO BE HELD ON FRIDAY, 24 OCTOBER 2014**

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_ being the registered holder(s)  
of <sup>(Note 2)</sup> \_\_\_\_\_ shares in the capital of  
econtext Asia Limited (the "Company") hereby appoint the Chairman of the meeting <sup>(Note 3)</sup> or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the annual general meeting (the "AGM") of the  
Company to be held at Chatham Room, Level 7, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Friday, 24 October 2014 at  
10:00 a.m. (and at any adjournment thereof).

Please tick ("✓") the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll <sup>(Note 4)</sup>.

RESOLUTIONS		FOR	AGAINST
1.	To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 30 June 2014.		
2(a).	To re-elect Mr. Keizo Odori as an executive director of the Company.		
2(b).	To re-elect Mr. Joi Okada as a non-executive director of the Company.		
2(c).	To re-elect Mr. Adam David Lindemann as a non-executive director of the Company.		
2(d).	To elect Mr. Toshiyuki Fushimi as an independent non-executive director of the Company.		
2(e).	To authorise the board of directors of the Company to fix the respective directors' remuneration.		
3.	To re-appoint Ernst & Young as the independent auditors of the Company and to 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 buy back shares of the Company not exceeding 10% of the total number of issued shares in the capital of the Company as at the date of passing of this resolution.		
5.	To give a general mandate to the directors of the Company to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares in the capital of the Company as at the date of passing of this resolution.		
6.	To extend the general mandate granted to the directors of the Company to issue, allot and deal with additional shares in the capital of the Company by the addition of the aggregate number of the shares bought back by the Company.		
7.	To approve the adoption of the new articles of association of the Company.		

Date: \_\_\_\_\_ 2014

Signature(s) <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). 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 more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified.
- If any proxy other than the Chairman of the meeting is preferred, please strike out the words "the Chairman of the meeting" and insert the name and address of the proxy desired in the space provided. Any member of the Company entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK ("✓") THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK ("✓") THE BOX MARKED "AGAINST".** If no direction is given, your proxy will be entitled to vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
- This form of proxy must be signed by you or your agent duly authorised in writing. In case of a corporation, the same must be either under its common seal or under the hand of an agent or officer so authorised. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- In 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 of the Company.
- In order 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 share registrar at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof.
- Completion and return of the form of proxy will not preclude you from attending and voting at the AGM if you so wish.