



TECHNOLOGY

EXCEL TECHNOLOGY INTERNATIONAL HOLDINGS LIMITED

(志鴻科技國際控股有限公司)*

(Incorporated in Bermuda with limited liability)

(Stock Code: 8048)

Proxy form for Annual General Meeting

I/We ¹ _____ of _____

being the registered holder(s) of ² _____ shares of HK\$0.10 each in the capital of **EXCEL TECHNOLOGY INTERNATIONAL HOLDINGS LIMITED** (the “Company”), **HEREBY APPOINT** ³ the Chairman of the meeting (as defined below) or _____ of _____

or failing him _____ of _____

to act 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 5/F., 663 King’s Road, North Point, Hong Kong on Tuesday, 8 May 2012 at 3:30 p.m. and at any adjournment thereof (the “Meeting”) on the undermentioned resolutions as indication or, if no such indication is given, as my/our proxy or proxies think(s) fit.

Resolutions	For ⁴	Against ⁴
1. To receive and adopt the Audited Financial Statements and the Reports of the Directors and Auditors for the year ended 31 December 2011.		
2. (i) To re-elect Mr. Fung Din Chung, Rickie as Director.		
(ii) To re-elect Ms. Leung Lucy, Michele as Director.		
(iii) To re-elect Mr. Ip Tak Chuen, Edmond as Director.		
(iv) To re-elect Ms. Wong Mee Chun as Director.		
3. To authorise the Board of Directors to fix the Directors’ remuneration.		
4. To appoint Messrs. Grant Thornton Hong Kong Limited as the Company’s Auditors and authorise the Board of Directors to fix their remuneration.		
5. To give a general mandate to the Directors to allot, issue and deal with new Shares of the Company.		
6. To give a general mandate to the Directors to repurchase issued shares of the Company.		
7. To extend the general mandate under Resolution 5 by the addition of the number of shares repurchased under Resolution 6.		

Signature(s)⁵: _____

Dated this day: _____ of _____ 2012

Notes:–

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITAL**. The names of all joint holders should be stated.
2. Please insert the number of shares registered in your name(s). 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 of the Company registered in your name(s).
3. If any proxy other than the Chairman is preferred, delete the words “the Chairman of the Meeting” and insert the name and the address of the proxy desired in the space provided. Any alteration made to this form or proxy must be initialled by the person(s) who sign(s) it.
4. Please indicate with an “x” in the appropriate space beside each of the resolutions how you wish the proxy to vote on your behalf on a poll. If this form is returned duly signed, but without any indication, the proxy will vote for or against the resolution or will abstain at this discretion. Your proxy will also be entitled to vote at this discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, if the appointor is a corporation, must be either under its seal or under the hand of an officer, attorney or other person authorized to sign the same.
6. 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 the votes of the other joint holders. For this purpose seniority is determined by the order in which the names stand in the Register of Members of the Company in respect of the joint holding.
7. 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 of such power or authority must be delivered to the Company’s branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not less than 48 hours before the time for holding the Meeting or any adjourned Meeting.
8. A proxy need not be a shareholder of the Company but must attend the meeting in person to represent you.
9. Completion and deposit of the proxy form will not preclude you from attending and voting at the Meeting if you wish.

* For identification purpose only