



sunEvision

**SUNEVISION HOLDINGS LTD.**

**新意網集團有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8008)

**FORM OF PROXY**

This Form of Proxy is for use by shareholders at the annual general meeting of the Company (the "AGM") to be held at 53rd Floor, Sun Hung Kai Centre, 30 Harbour Road, Hong Kong on Friday, 30 October 2009 at 12:00 noon.

I/We <sup>(Note 1)</sup> \_\_\_\_\_ of \_\_\_\_\_ being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ shares of HK\$0.10 each in the capital of SUNEvision Holdings Ltd. (the "Company") hereby appoint the Chairman of the AGM or, failing him <sup>(Note 3)</sup> \_\_\_\_\_ of \_\_\_\_\_

as my/our proxy to attend and vote for me/us on my/our behalf as directed below at the AGM or at any adjournment thereof to be held at 53rd Floor, Sun Hung Kai Centre, 30 Harbour Road, Hong Kong, on Friday, 30 October 2009 at 12:00 noon for the purpose of considering and, if thought fit, passing, with or without modifications, the resolutions set out in the notice convening the AGM and at such meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below and, if no such indication is given, as my/our proxy thinks fit.

Please indicate with "✓" in the appropriate boxes how you wish your vote(s) to be cast on a poll.

RESOLUTIONS		FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>
1.	To receive and consider the audited financial statements, the report of the Directors and Independent Auditor's Report for the year ended 30 June 2009.		
2.	To declare a final dividend.		
3.	(i) (A) To re-elect Mr. Kwok Ping-kwong, Thomas as Director.		
	(B) To re-elect Mr. Chan Kui-yuen, Thomas as Director.		
	(C) To re-elect Mr. So Chung-keung, Alfred as Director.		
	(D) To re-elect Mr. Tung Chi-ho, Eric as Director.		
	(ii) To authorise the board of Directors to fix the Directors' remuneration.		
4.	To re-appoint auditor and to authorise the board of Directors to fix their remuneration.		
5.	(i) To grant a general mandate to the Directors to issue new shares (Ordinary Resolution No. 1 as set out in item 5 of the notice of the AGM).		
	(ii) To grant a general mandate to the Directors to repurchase shares (Ordinary Resolution No. 2 as set out in item 5 of the notice of the AGM).		
	(iii) To extend the general mandate to issue new shares by adding the number of shares repurchased (Ordinary Resolution No. 3 as set out in item 5 of the notice of the AGM).		
6.	To adopt a new memorandum and articles of association of the Company (Special Resolution as set out in item 6 of the notice of AGM).		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2009 Signature of Shareholder(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) to which this Form of Proxy relates. If no number is inserted, this Form of Proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- If any proxy other than the Chairman of the AGM is preferred, strike out the words "the Chairman of the AGM or, failing him" and insert the name and address of the proxy desired in the space provided. If no name is inserted, the Chairman of the AGM will act as your proxy. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTIONS, PLEASE PLACE A "✓" IN THE RELEVANT BOX MARKED "FOR"; IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTIONS, PLEASE PLACE A "✓" IN THE RELEVANT BOX MARKED "AGAINST".** Failure to tick either box of a resolution will entitle your proxy to cast your vote at his/her discretion in respect of that resolution. Your proxy will also be entitled to vote at his/her discretion on any resolutions properly put to the AGM other than those referred to in the notice of the AGM.
- 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.
- Where there are joint registered holders of any share of the Company, any one of such holders may vote at the AGM either personally or by proxy in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the AGM personally or by proxy, that one of such holders so present being the most or, as the case may be, the more senior shall alone be entitled to vote in respect of the relevant joint holding and, for this purpose, seniority shall be determined by reference to the order in which the names of the joint holders stand on the register of members of the Company in respect of the relevant joint holding. Several executors or administrators of a deceased member in whose name any share stands shall be deemed joint holders thereof.
- 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 that power of attorney or authority must be deposited with the Company's Hong Kong branch share registrars and transfer office, Computershare Hong Kong Investor Services Limited at Rooms 1806-07, 18th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof and in default thereof this form of proxy shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiry of 12 months from the date of its execution.
- A member entitled to attend and vote at the AGM is entitled to appoint a person or persons as his/her proxy to attend and, on a poll, vote instead of him or her. A proxy need not be a member of the Company.
- Completion and delivery of this Form of Proxy will not preclude you from attending and voting at the AGM if you so wish.
- Notice of the AGM is contained in the circular issued by the Company dated 29 September 2009 which is sent to the shareholders of the Company together with this Form of Proxy.