



**SOLOMON
SYSTECH**

SOLOMON SYSTECH (INTERNATIONAL) LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2878)

**FORM OF PROXY
FOR THE ANNUAL GENERAL MEETING
TO BE HELD ON 16 JUNE 2015**

I/We ¹, _____ (name of shareholder)
of _____ (address of shareholder) being
the registered holder(s) of ² _____ shares of HK\$0.10 each in
the share capital of Solomon Systech (International) Limited (the “Company”), hereby appoint ³ the Chairman of the
Meeting or ⁴ _____ (name of proxy) of _____
_____ (address of the proxy)
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 “Meeting”) of the Company to be held at 29A, Admiralty Centre I, 18 Harcourt Road, Admiralty, Hong
Kong on Tuesday, 16 June 2015 at 4:00 p.m. (and at any adjournment thereof).

Please tick (“/”) in the appropriate boxes to indicate how you wish your vote(s) to be cast ⁵.

ORDINARY RESOLUTIONS		FOR ⁵	AGAINST ⁵
1.	To receive and consider the audited consolidated financial statements, the reports of the directors and the independent auditor of the Company for the year ended 31 December 2014.		
2.	(a) To re-elect Mr. YIU Tin Chong, Joseph as Director.		
	(b) To re-elect Mr. ZHAO Guiwu as Director.		
	(c) To authorise the board of directors to fix the Directors’ remuneration.		
3.	To re-appoint PricewaterhouseCoopers as independent auditor and authorise the board of directors to fix their remuneration.		
4.	To grant a general mandate to the Directors to repurchase shares up to a maximum of 10% of the existing issued share capital.		
5.	To grant a general mandate to the Directors to allot, issue or deal with new shares up to a maximum of 10% of the existing issued share capital.		
6.	To extend the general mandate granted to the Directors to issue new shares by the number of shares repurchased.		
7.	To approve the Agreement (as defined in the announcement of the Company dated 15 April 2015); the 2015, 2016 and 2017 annual cap for US\$20 million, US\$24 million and US\$60 million respectively; and To authorize the Board of the Company to take all actions necessary or expedient in its opinion to implement and/or give effect to the Agreement.		

Signature(s) ⁶ _____

Dated this _____ day of _____ 2015.

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
2. 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 of 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. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. Any member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and on a poll, vote in his/her stead. A proxy need not be a member of the Company. If no name is inserted, the Chairman of the Meeting will act as your proxy.
5. **IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTIONS, PLEASE TICK (“√”) IN THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTIONS, PLEASE TICK (“√”) IN THE APPROPRIATE BOX MARKED “AGAINST”.** If no direction is given, your proxy will vote or abstain 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 those referred to in the notice convening the Meeting.

IMPORTANT: THE DIRECTORS ARE OF THE OPINION THAT ALL THE RESOLUTIONS ARE IN THE BEST INTERESTS OF THE COMPANY AND ITS SHAREHOLDERS AS A WHOLE. ACCORDINGLY, THE DIRECTORS RECOMMEND ALL SHAREHOLDERS TO VOTE IN FAVOUR OF ALL THE RESOLUTIONS PROPOSED BY PUTTING “√” IN THE BOXES MARKED “FOR”.

6. 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 hand of an officer, attorney or other person so authorised.
7. In the case of joint registered holders of any 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 registered 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.
8. To be valid, this form of proxy together with the power of attorney (if any) 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, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the Meeting or any adjournment thereof.
9. Completion and delivery of this form of proxy will not preclude you from attending and voting in person at the Meeting if you so wish and, in such event, this form of proxy shall be deemed to be revoked.