



# TCL COMMUNICATION TECHNOLOGY HOLDINGS LIMITED

## TCL 通訊科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 02618)

(the "Company")

### PROXY FORM for the Annual General Meeting of 10 May 2010

I/We <sup>(1)</sup> \_\_\_\_\_ of \_\_\_\_\_  
being the registered holder(s) of <sup>(2)</sup> \_\_\_\_\_ shares of HK\$1.00 each in the capital of the Company hereby appoint the Chairman of the Meeting, or <sup>(3)</sup> \_\_\_\_\_ of \_\_\_\_\_  
as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company (and at any adjournment thereof) to be held at Salon III & IV, Mezzanine Level, Grand Hyatt Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on 10 May 2010, Monday at 4:30 p.m. and to vote in respect of the following resolutions as indicated:

	RESOLUTIONS	FOR <sup>(4)</sup>	AGAINST <sup>(4)</sup>
1.	to adopt the audited financial statements for the year ended 31 December 2009 and the reports of the directors (the "Directors") and auditors (the "Auditors") of the Company thereon		
2.	to re-appoint Messrs. Ernst & Young as the Auditors and to authorize the board of Directors to fix their remuneration		
3.	to declare a final dividend of HK\$3.5 cents per ordinary share of the Company, which is paid out of the share premium account of the Company to the shareholders whose names appear on the Register of Members of the Company on 10 May 2010		
4.	(a) to elect Mr. Guo Aiping as an executive Director		
	(b) to elect Ms. Xu Fang as a non-executive Director until the conclusion of the next annual general meeting of the Company		
5.	(a) to re-elect Mr. Lau Siu Ki as an independent non-executive Director until the conclusion of the next annual general meeting of the Company		
	(b) to re-elect Mr. Shi Cuiming as an independent non-executive Director until the conclusion of the next annual general meeting of the Company		
	(c) to re-elect Mr. Liu Chung Laung as an independent non-executive Director until the conclusion of the next annual general meeting of the Company		
6.	(a) to re-elect Mr. Huang Xubin as a non-executive Director and to hold office until the conclusion of the next annual general meeting of the Company		
	(b) to re-elect Mr. Bo Lianming as a non-executive Director and to hold office until the conclusion of the next annual general meeting of the Company		
	(c) to re-elect Mr. Yang Xinping, Charles as a non-executive Director and to hold office until the conclusion of the next annual general meeting of the Company		
7.	to authorize the board of Directors to fix the Directors' remuneration		
8.	to grant the general mandate to the Directors to issue or otherwise deal with unissued shares of the Company (the "General Mandate") as set out in item 8 of the Notice of Annual General Meeting dated 9 April 2010		
9.	to grant the repurchase mandate to the Directors to repurchase shares of the Company (the "Repurchase Mandate") as set out in item 9 of the Notice of Annual General Meeting dated 9 April 2010		
10.	to approve the addition to the General Mandate of the number of Shares repurchased by the Company under the Repurchase Mandate as set out in item 10 of the Notice of Annual General Meeting dated 9 April 2010		
11.	to approve the refreshment of the 10% limit on the grant of options under the share option scheme of the Company adopted on 13 September 2004 and as set out in item 11 of the Notice of Annual General Meeting dated 9 April 2010		

Dated: \_\_\_\_\_

Signature <sup>(5)(6)(7)(8)</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 in the Company registered in your name(s).
- If you wish to appoint a proxy other than the Chairman of the Meeting, please strike out "the Chairman of the Meeting" and insert the name and address of the person you wish to appoint in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.** A proxy need not be a member of the Company.
- IMPORTANT:** If you wish to vote for any resolution, please indicate with a "✓" in the appropriate space marked "For" beside the resolution. If you wish to vote against any resolution, please indicate with a "✓" in the appropriate space marked "Against" beside the resolution. In the absence of any such indication, the proxy will vote for or against the resolution or will abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Annual General Meeting other than those referred to in the Notice convening the Annual General Meeting.
- In the case of joint shareholders, the vote of the senior who renders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of other joint holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members.
- The form of proxy must be signed by you or your attorney duly authorised in writing. In the case of a corporation, this form must be executed under seal or under the hand of an officer or attorney duly authorised.
- 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 at Tricor Investor Services Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for the Annual General Meeting or any adjournment thereof.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.