



# Tradelink Electronic Commerce Limited

## 貿易通電子貿易有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 536)

### FORM OF PROXY (ANNUAL GENERAL MEETING – 9 May 2014)

I/We (Note 1), \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder of (Note 2) \_\_\_\_\_  
shares in the share capital of Tradelink Electronic Commerce Limited (the “Company”), HEREBY APPOINT \_\_\_\_\_ (name)  
of \_\_\_\_\_ (address)  
or failing him, the chairman of the meeting or any adjournment thereof (Note 3) as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting (“AGM”) of the Company to be held on 9 May 2014 at 2:30 p.m. at Room 727, 7/F, Kowloonbay International Trade & Exhibition Centre, 1 Trademart Drive, Kowloon Bay, Kowloon, Hong Kong and any adjournment thereof on the resolutions set out in the Notice of AGM as indicated below, and if no such indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTIONS	For (Note 4)	Against (Note 4)
(1)	To receive and adopt the Audited Financial Statements of the Company and the Reports of the Directors and the Auditors for the year ended 31 December 2013.		
(2)	To declare a final dividend in respect of the year ended 31 December 2013.		
(3)	(i) To re-elect Dr. LEE Nai Shee, Harry <i>S.B.S.,J.P.</i> as a Director		
	(ii) To re-elect Mr. KIHM Lutz Hans Michael as a Director		
	(iii) To re-elect Mr. CHENG Chun Chung, Andrew as a Director		
	(iv) To re-elect Ms. CHUNG Shun Kwan, Emily as a Director		
	(v) To re-elect Mr. CHAU Tak Hay as a Director		
(4)	To re-elect Mr. HO Lap Kee, Sunny <i>J.P.</i> as a Director and approve his further appointment as an Independent Non-executive Director of the Company		
(5)	To authorize the Board of Directors to fix the remuneration of the Directors.		
(6)	To re-appoint KPMG as Auditors of the Company and to authorize the Board of Directors to fix their remuneration.		
(7)	To pass Resolution 7 of the AGM Notice – to give Directors a general mandate to allot, issue and deal with new shares not exceeding 20% of the Company’s total number of shares in issue.		
(8)	To pass Resolution 8 of the AGM Notice – to adopt the Share Option Scheme 2014.		

Date this \_\_\_\_\_ day of \_\_\_\_\_ 2014.

Signature(s) (Note 5): \_\_\_\_\_

**Notes:**

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in the name of the holder and to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares registered in the name of the holder appearing in the form of proxy.
- If any proxy other than the chairman of the meeting is preferred, please strike out “the Chairman of the Meeting or any adjournment thereof or” and insert the name and address of the proxy desired in the space provided. **Any alternation made to this form of Proxy must be initialed by the person(s) who sign(s) it.**
- If you wish to vote for a resolution, tick the box marked “For”. If you wish to vote against a resolution, tick the box marked “Against”. Failure to tick either box will entitle your proxy to cast your vote or abstain at his discretion on the relevant resolution. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- This instrument of proxy must be in writing under the hand of the appointer or of his attorney duly authorized in writing, or if the appointer is a corporation, either under seal, or under the hand of an officer or attorney duly authorized.
- Any member of the Company entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and, on a poll, vote in his stead in accordance with the Articles of Association of the Company. A proxy need not be a member of the Company.
- Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share, shall alone be entitled to vote in respect thereof.
- The form of proxy and the power of attorney or other authority, if any, under which it is signed (or a notarially certified copy of such power of attorney or authority) must be deposited at the Company’s Share Registrar, Computershare Hong Kong Investor Services Limited, at Rooms 1806 – 1807, 18th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not less than 48 hours before the time for holding the AGM (or any adjournment thereof), and otherwise the form of proxy shall not be treated as valid. The completion and return of the form of proxy shall not preclude members of the Company from attending and voting in person at the AGM (or any adjourned meeting thereof) should they so wish.
- The Register of Members will be closed from 7 to 9 May 2014, both days inclusive, during which period no transfer of shares will be registered to determine the shareholders entitled to attend and vote at the Annual General Meeting to be held on 9 May 2014. In order to qualify to attend the meeting, all transfer of shares accompanied by share certificates and transfer forms must be lodged with the Company’s registrar, Computershare Hong Kong Investors Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on 5 May 2014.
- At the AGM, the Chairman of the Meeting will put each of the above resolutions to the vote by way of a poll pursuant to rule 13.39(4) of the Listing Rules.