



ABC COMMUNICATIONS (HOLDINGS) LIMITED

(incorporated in Bermuda with limited liability)

(Stock Code: 30)

Form of proxy for use at the Special General Meeting of the Company (or at any adjournment thereof)

I/We¹ _____
being the registered holder(s) of² _____ shares of HK\$0.01 each in the capital of ABC Communications (Holdings) Limited (the “Company”), HEREBY APPOINT the Chairman of the Special General Meeting or³ _____
of _____
to act as my/our proxy at the Special General Meeting of the Company to be held at Salon 1, Level 7, Harbour Plaza Metropolis, 7 Metropolis Drive, Hunghom, Kowloon, Hong Kong on Thursday, 6 August 2009 at 9:30 a.m. and at any adjournment thereof and on a poll to vote on my/our behalf in respect of the resolution proposed in the Notice of Special General Meeting as directed below:–

SPECIAL RESOLUTION	FOR ⁴	AGAINST ⁴
To approve the change of English name of the Company and the adoption of the new Chinese name as the Company’s secondary name		

Dated _____ 2009

Signature⁵ _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of HK\$0.01 each 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).
3. If any proxy other than the Chairman of the Special General Meeting is preferred, please strike out the words “the Chairman of the Special General Meeting or” and insert the name and address of the proxy desired in the space provided. Your proxy need not be a member of the Company, but must attend the Special General Meeting in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE “FOR” ANY OF THE MATTERS, TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE “AGAINST” ANY OF THE MATTERS, TICK IN THE BOX MARKED “AGAINST”.** Failure to tick either box will entitle your proxy to cast your vote at his discretion. 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.
5. This form of proxy must be in writing under your hand or of your attorney duly authorized in writing or, in case of a corporation either under its common seal or under the hand of an officer or attorney as authorized.
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 holder(s), and for this purpose, seniority will be determined by the order in which the names stand in the register of members.
7. To be valid, this 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 or authority shall be deposited at the share registrar of the Company in Hong Kong, 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 appointed for the holding of the meeting or any adjournment thereof.
8. Completion and delivery of the form of proxy will not preclude you from attending and voting at the Special General Meeting if you so wish.