RoadShow 路訊通

ROADSHOW HOLDINGS LIMITED
路訊通控股有限公司 *

(Incorporated in Bermuda with limited liability)

(Stock code: 888)

PROXY FORM

Proxy Form for the Special General Meeting of RoadShow Holdings Limited to be held at Novotel Century Hong Kong, Plaza 4, Lower Lobby, 238 Jaffe Road, Wanchai, Hong Kong on 13 May 2013 at 11:30 a.m.

I/We *(Note 1)* ______________________________

of ______________________________

being the holder(s) of *(Note 2)* ______________________________

shares of HK$0.10 each of RoadShow Holdings Limited (the "**Company**") hereby appoint *(Note 3)* ______________________________

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of ______________________________

or failing him/her ______________________________

of ______________________________

or failing him/her the Chairman of the meeting as my/our proxy to vote for me/us and on my/our behalf at the Special General Meeting of the Company to be held on 13 May 2013 at 11:30 a.m. and at any adjournment thereof in connection with the following resolution(s):

SPECIAL RESOLUTION	INSTRUCTION *(Note 4)*	
	FOR	AGAINST
To approve the Share Premium Reduction (as defined in the notice of the Special General Meeting) and the transfer of the entire amount of the credit arising from Share Premium Reduction to the Contributed Surplus Account (as defined in the notice of the Special General Meeting) thereafter, and authorise the directors of the Company to apply the entire amount standing to the credit of the Contributed Surplus Account in such manner as they consider appropriate and generally to carry out all acts and things which they may consider appropriate, necessary or desirable to implement or to give effect to the foregoing in respect of the Share Premium Reduction and the Authorisation (as defined in the notice of the Special General Meeting).		

As witness my/our hand(s) this ______________ day of ______________ 2013.

Member's Signature *(Note 5)*: ______________________________

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of HK$0.10 each in the Company to which this proxy form relates registered in your name(s); if no number is inserted, this proxy form will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
3. Insert in **BLOCK CAPITALS** the name(s) and address(es) of the proxy or proxies desired in the space provided. **ANY ALTERATION TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLACE A "✔" IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLACE A "✔" IN THE BOX MARKED "AGAINST".** If you wish to vote only part of the number of shares registered in your name(s) to which this proxy form relates, please state the exact number of shares in lieu of "✓" in the relevant box. Failure to complete any or all the boxes will entitle your proxy to cast his/her vote at his/her discretion.
5. To be valid, this proxy form, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof must be completed and deposited at the Company's principal office at 9 Po Lun Street, Lai Chi Kok, Kowloon, Hong Kong not less than 48 hours before the time appointed for holding the Special General Meeting.
6. The proxy need not be a member of the Company but must attend the meeting in person to represent you. Completion and delivery of the proxy form will not preclude you from attending and voting at the Special General Meeting if you so wish.

* *For identification purposes only*