



# SOLARTECH INTERNATIONAL HOLDINGS LIMITED

蒙古礦業控股有限公司\*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1166)

## FORM OF PROXY FOR THE 2012 ANNUAL GENERAL MEETING

I/We<sup>1</sup> \_\_\_\_\_

of \_\_\_\_\_

being the registered holder(s)<sup>2</sup> \_\_\_\_\_ ordinary shares of HK\$0.01 each in the share capital of **SOLARTECH INTERNATIONAL HOLDINGS LIMITED** (the "Company"), HEREBY APPOINT<sup>3</sup> \_\_\_\_\_

of \_\_\_\_\_ or failing him, the Chairman of the Meeting as my/our proxy to attend and vote for me/us and on my/our behalf at the 2012 annual general meeting of the Company (the "Meeting") to be held at Room 730, 7/F KITEC, 1 Trademart Drive, Kowloon Bay, Kowloon, Hong Kong, on Tuesday, 18 December 2012 at 10:00 a.m. and at any adjournment thereof for the purpose of considering and, if though fit, passing the resolutions set out in the notice convening the said meeting and to vote for me/us in my/our name(s) in respect of the said resolutions as indicated below:

	ORDINARY RESOLUTIONS	FOR <sup>4</sup>	AGAINST <sup>4</sup>
1.	To consider and adopt the audited financial statements and the directors' report and auditors' report for the year ended 30 June 2012.		
2.	To re-elect Mr. Liu Dong Yang as an executive director and to authorise the board of directors to fix his remuneration.		
3.	To re-elect Mr. Buyan-Otgon Narmandakh as an executive director and to authorise the board of directors to fix his remuneration.		
4.	To re-elect Mr. Lo Wai Ming as an independent non-executive director and to authorise the board of directors to fix his remuneration.		
5.	To re-appoint BDO Limited as auditors of the Company and to authorise the board of directors to fix their remuneration.		
6A.	To grant a general mandate to the directors to allot, issue and deal with additional securities of the Company.		
6B.	To grant a general mandate to the directors to purchase the Company's own shares.		
6C.	To add the repurchased shares to the mandate granted to the directors under Resolution 6A.		
7.	To approve the adoption of a new share option scheme.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2012 Signature(s) \_\_\_\_\_

### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS** as shown in the register of members. The names of all joint holders should be stated.
- Please insert the number of shares of the Company registered in your name(s). 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). A member (holding two or more shares) entitled to attend and vote at the Meeting may appoint more than one proxy to attend and vote in his stead. If more than one proxy is appointed, please state clearly the number of shares represented by each proxy, total of which must not be more than the number of shares registered in your name. The Company reserves the right to invalidate this form of proxy should there be any discrepancy.
- Insert in **BLOCK CAPITALS** the name and address of the proxy desired in the space provided. If no name is inserted, the Chairman of the Meeting will act as your proxy. Any member entitled to attend and vote at the Meeting shall be entitled to appoint another person as his proxy to attend and vote instead of him. A proxy needs not be a member of the Company but must attend the Meeting in person to represent you.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE BOX MARKED "AGAINST".** Failure to complete the box will entitle your proxy to cast his/her vote at his/her discretion or to abstain. Your proxy will also be entitled to vote at his/her discretion or to abstain on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- 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 the hand of an officer or attorney duly authorised.
- 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.
- 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 certified copy of such power or authority, must be deposited at the head office and principal place of business of the Company in Hong Kong at Unit 7, 2<sup>nd</sup> Floor, Kingsford Industrial Centre, 13 Wang Hoi Road, Kowloon Bay, Kowloon, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment of it (as the case may be).
- Completion and deposit of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish and in such event, this form of proxy shall be deemed to be revoked.
- Any alteration made in this form should be initialed by the person who signs it.

\* for identification purposes only