



Angels Technology Company Limited

英君技術有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8112)

PROXY FORM FOR ANNUAL GENERAL MEETING

I/We ⁽¹⁾ _____
of _____
being the registered holder(s) of _____ shares ⁽²⁾ of HK\$0.10 each in the share capital of Angels Technology Company Limited (the "Company"), HEREBY APPOINT THE CHAIRMAN OF THE MEETING or ⁽³⁾ _____
of _____
as my/our proxy to vote and act for me/us at the Annual General Meeting (and at any adjournment thereof) of the Company to be held at Room 2712, 27th Floor, West Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong on 25 April 2006 at 3 p.m. for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the said meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the Resolutions as indicated below, or, if no such indication is given, as my/our proxy thinks fit.

Ordinary Resolutions		For ⁽⁴⁾	Against ⁽⁴⁾
1.	To receive and consider the audited Financial Statements and the reports of the directors and auditors for the year ended 31 December 2005.		
2.	A. To re-elect Mr. Mak Shiu Chung, Godfrey as a director.		
	B. To re-elect Mr. Kwok Chi Shing as a director.		
	C. To re-elect Ms. Zhao Ming as a director.		
	D. To re-elect Mr. Yan, Daniel X. D. as a director.		
	E. To authorise the board of directors to fix the directors' remuneration.		
3.	To re-appoint auditors and authorise the board of directors to fix their remuneration.		
4.	A. To grant a general mandate to the directors to issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of this resolution.		
	B. To grant a general mandate to the directors to repurchase shares in the capital of the Company not exceeding 10% of the issued share capital of the Company as at the date of this resolution.		
	C. To extend, conditional upon the above resolution nos. 4A and 4B being duly passed, the general mandate to allot shares by adding the shares repurchased pursuant to the resolution no. 4B to the 20% general mandate given in the resolution no. 4A.		
Special Resolutions			
5.	To approve the amendments to the Articles of Association.		

Dated this _____ day of _____ 2006

Signed ⁽⁵⁾ _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of HK\$0.10 each in the Company to which this form of proxy relates 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 any proxy other than the Chairman is preferred, strike out the words "the Chairman of the Meeting or" herein stated and insert the name and address of the proxy desired in the space provided in **BLOCK CAPITAL**. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE APPROPRIATE BOXES MARKED "AGAINST".** Failure to complete any or all the boxes will entitle your proxy to cast his votes 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.
- 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 under its common seal or under the hand of an officer or attorney duly authorised.
- In the case of joint registered holders of any share of the Company, any one of such persons may vote at the 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 shareholders be present at the meeting personally or by proxy, the vote of the senior who tenders a vote will be accepted to the exclusion of the votes of the other joint shareholder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of such share.
- 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 principal office at Room 2712, 27th Floor, West Tower Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong not less than 48 hours before the time for the holding of the meeting or any adjournment thereof.
- 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 form of proxy will not preclude you from attending and voting at the annual general meeting if you so wish.
- Any alteration made in this form of proxy must be initialled by the person who signs it.