



SHINHINT ACOUSTIC LINK HOLDINGS LIMITED

成謙聲匯控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2728)

FORM OF PROXY FOR THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY (the "EGM") TO BE HELD ON 24 JANUARY 2014 (OR ANY ADJOURNMENT THEREOF)

I/We (note 1) _____
of _____
being the registered shareholder(s) of (note 2) _____ shares of HK\$0.01 each in the share capital of Shinhint Acoustic Link Holdings Limited (the "Company"), hereby appoint (note 3) _____ of _____ or, failing him/her, the Chairman of the EGM as my/our proxy to attend and vote for me/us on my/our behalf at the EGM to be held at Chairman's Place, M/F, Hotel Nikko Hongkong, 72 Mody Road, Tsim Sha Tsui East, Kowloon, Hong Kong on Friday, 24 January 2014 at 10:00 a.m. for the purposes of considering and, if thought fit, passing the resolutions as set out in the Notice of the EGM dated 8 January 2014 (the "Notice") and at any adjournment thereof on the under-mentioned resolutions as indicated below or, if no such indication is given, as my/our proxy thinks fit.

Terms used herein shall have the same meaning as ascribed to such term in the Notice included in the circular of the Company dated 8 January 2014 unless the context herein expressly requires otherwise.

	ORDINARY RESOLUTIONS	FOR (note 4)	AGAINST (note 4)
1.	To approve, confirm and ratify the Disposal Agreement and the transactions contemplated thereunder.		
2.	To approve the Supply Agreement and the annual cap amounts in relation to the transactions contemplated under the Supply Agreement for the three years ending 31 December 2016.		
3.	To approve the R&D Service Agreement and the annual cap amounts in relation to the transactions contemplated under the R&D Service Agreement for the three years ending 31 December 2016.		

* Full texts of the resolutions are set out in the Notice.

Dated the _____ day of _____ 2014. Signature: _____ (notes 5, 6, 7 and 8)

Notes:

1. Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares 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 capital of the Company registered in your name(s).
3. Any member of the Company entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at a general meeting of the Company. A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the meeting as your proxy, please delete the words "the Chairman of the EGM" and insert the name and address of the person appointed proxy in the space provided.
4. If you wish to vote for any of the resolutions set out above, please tick ("✓") the boxes marked "For". If you wish to vote against any resolutions set out above, please tick ("✓") the boxes marked "Against". If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out in the notice convening the meeting.
5. In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the meeting, whether in person or by proxy, that one of the joint holder whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
6. The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
7. In order to be valid, this form of proxy must be deposited together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, at the offices of the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the meeting or adjourned meeting.
8. Any alteration made to this form should be initialled by the person who signs the form.
9. Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at a general meeting must be taken by poll. Accordingly, at the EGM, the Chairman of the EGM will exercise his power under article 66 of the articles of association of the Company to put each of the resolutions set out in the Notice to be voted by way of poll.