



# MOBILE TELECOM NETWORK (HOLDINGS) LIMITED

流動電訊網絡(控股)有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8266)

## PROXY FORM

For the Extraordinary General Meeting on 20 May 2011 (and any adjournment thereof)

I/We<sup>1</sup>, \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holders(s) of<sup>2</sup> \_\_\_\_\_ shares (the "Shares") of US\$0.01 (equivalent to HK\$0.078) each in the capital of Mobile Telecom Network (Holdings) Limited (the "Company"), hereby appoint the Chairman of the Meeting, or<sup>3</sup> \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy/proxies to attend the extraordinary general meeting (the "Meeting") (or any adjournment thereof) of the Company to be held at Suite 1006, 10/F., Ocean Centre, Harbour City, Tsim Sha Tsui, Kowloon, Hong Kong, on Friday, 20 May 2011 at 5:00 p.m. and vote for me/us and on my/our behalf in respect of the resolution as set out in the notice convening the Meeting (the "Notice") and indicated below and on any other business that may properly come before the Meeting:

| ORDINARY RESOLUTION   | For <sup>4</sup> | Against <sup>4</sup> |
|---|------------------|----------------------|
| To approve (a) the Open Offer; (b) the grant of authorisation to the Directors to allot and issue the Offer Shares; (c) the Underwriting Agreement and the transactions contemplated thereunder; (d) the arrangements for no excess application; and (e) the grant of authorization to the Directors in connection with the Open Offer and the Underwriting Agreement |                  |                      |

Signature<sup>5</sup> \_\_\_\_\_ Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2011

### Notes:

- Full name(s) and address(es) to be issued in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of Shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the Shares registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, strike out "the Chairman of the Meeting" and insert the name(s) and address(es) of the persons you wish to appoint in the space provided. **ANY ALTERNATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- Please indicate with a "✓" in the space opposite to the resolution how you wish the proxy to vote on your behalf. In the absence of any such indication, the proxy may vote for or against the resolution or may abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than the resolution referred to in the Notice.
- 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 executed either under its common seal or under the hand of any officer or attorney or other person duly authorised.
- To be valid, you are requested to lodge this form, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, at the Company's branch share registrar 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 fixed for holding the Meeting or any adjourned Meeting.
- In the case of joint holders, the vote of the senior who renders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s), and for his purpose seniority shall be determined by the order in which the names stand in the register of members.
- The proxy need not be a shareholder of the Company but must attend the Meeting in person to represent you.
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish. If you attend and vote at the Meeting, the authority of your proxy will be revoked.

\* For identification purpose only