



# AUTOMATED SYSTEMS HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 771)

## Proxy Form for Special General Meeting

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ share(s)<sup>2</sup>  
of HK\$0.10 each in the issued share capital of Automated Systems 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 special general meeting of the Company (the "SGM") to be held at 15th Floor, Topsail Plaza, 11 On Sum Street, Shatin, New Territories, Hong Kong on 21 December, 2012 at 9:30 a.m. and at any adjournment thereof for the purpose of considering and, if thought fit, passing the ordinary resolution (with or without modifications) as set out in the notice convening the SGM dated 5 December, 2012 ("Notice").

I/We direct my/our proxy to vote in respect of the following ordinary resolution at the SGM in the following manner:

Ordinary resolution		For <sup>4</sup>	Against <sup>4</sup>
1.	To approve the agreement for acquisition of MDCL-Frontline Solutions Limited as set out in the Notice*		

\* The full text of the ordinary resolution is set out in the Notice.

Date: \_\_\_\_\_

Signature<sup>6</sup> \_\_\_\_\_

### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- Please insert the number of shares registered in your name(s). If no number is inserted, this form will be deemed to relate to all the share(s) in the Company registered in your name(s).
- Full name and address of proxy to be inserted in **BLOCK CAPITALS**. If not completed, the Chairman of the SGM will act as your proxy.
- IMPORTANT:** Please indicate with a "✓" in the appropriate space beside the resolution how you wish the proxy to vote on your behalf. In the absence of any such indication, your proxy will be entitled to cast your vote(s) at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution(s) properly put to the SGM other than the resolution set out in the Notice.
- A shareholder of the Company entitled to attend and vote at the SGM shall be entitled to appoint another person as his proxy to attend and vote instead of him, and on a poll, votes may be given either personally or by a duly authorised representative or by proxy in accordance with the bye-laws of the Company. A shareholder of the Company who is the holder of two or more shares may appoint more than one proxy to attend this meeting. A proxy need not be a shareholder of the Company. If more than one proxy is so appointed, the appointment shall specify the number of shares in respect of which each such proxy is so appointed. Where there are joint registered holders of any share, any one of such persons may vote at any 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 holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
- This form of proxy must be signed by you or your attorney duly authorised in writing. In the case of a corporation, this form must be executed under seal or under the hand of an officer or attorney duly authorised.
- In order 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 branch share registrar in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the SGM or adjournment thereof.
- Any alteration made to this form of proxy must be initialed by the person(s) who sign(s) it.
- Completion and return of the form of proxy will not preclude a shareholder of the Company from attending and voting at the SGM or any adjournment thereof if he so wishes.