



# MOBICON GROUP LIMITED

萬保剛集團有限公司\*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1213)

## FORM OF PROXY FOR ANNUAL GENERAL MEETING

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ shares of HK\$0.10 each in the capital of  
Mobicon Group Limited (the "Company"), HEREBY APPOINT <sup>(Note 3)</sup> the Chairman of the Meeting or \_\_\_\_\_  
of \_\_\_\_\_

as my/our proxy to act for me/us at the Annual General Meeting (or at any adjournment thereof) of the Company to be held at Yau Yat Chuen Garden City Club, 7 Cassia Road, Yau Yat Chuen, Kowloon, Hong Kong on 16 August 2006, Wednesday at 11:30 a.m. for the purpose of considering and, if thought fit, passing, with or without amendments, the resolutions set out in the notice convening the said Meeting and at such Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of such resolutions as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

RESOLUTIONS	FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>
1. To receive and consider the audited consolidated financial statements and the Reports of the Directors and Auditors for the year ended 31 March 2006.		
2. To declare a final dividend for the year ended 31 March 2006.		
3. (a) To re-elect the following persons as directors:		
(i) Mr. Hung Ying Fung		
(ii) Mr. Charles E. Chapman		
(iii) Dr. Leung Wai Cheung		
(b) To authorize the board of directors to fix their remuneration.		
4. To re-appoint HLB Hodgson Impey Cheng as auditors and to authorize the board of directors to fix their remuneration.		
5. A. To give a general mandate to the Directors to allot, issue and deal with additional shares of the Company.		
B. To give a general mandate to the Directors to repurchase shares in the Company.		
C. Subject to the passing of Resolutions numbered 5A and 5B, to authorize the directors to issue additional shares representing the nominal value of shares repurchased by the Company.		

Signature(s) <sup>(Note 6)</sup> \_\_\_\_\_ Dated the \_\_\_\_\_ day of \_\_\_\_\_ 2006

### Notes:

1. Full name(s) and address(es) must be inserted in BLOCK CAPITALS.
2. Please insert the number of shares of HK\$0.10 each 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).
3. If any proxy other than the Chairman of the Meeting in 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 CAPITALS. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.
4. IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION(S), PLEASE INDICATE WITH A TICK IN THE RELEVANT BOX(ES) MARKED "FOR", IF YOU WISH TO VOTE AGAINST THE RESOLUTION(S), PLEASE INDICATE WITH A TICK IN THE RELEVANT BOXES MARKED "AGAINST", failure to complete the box will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
5. In order to be valid, this form of proxy together with the power of attorney (if any) or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be lodged with the Company's branch share registrar in Hong Kong, Hong Kong Registrars Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding of the Meeting or the adjourned Meeting.
6. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of corporation, must be either under its common seal or under the hand of an officer or attorney duly authorized.
7. In the case of joint holders, this form of proxy must be signed by the member whose name appears first on the register of members.
8. The proxy need not be a member of the Company.
9. Completion and delivery of this form of proxy will not preclude you from attending and voting at the Annual General Meeting if you so wish.
10. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.

\* For identification purpose only