



# SHELL ELECTRIC MFG. (HOLDINGS) COMPANY LIMITED

## 蜆壳電器工業(集團)有限公司

(Incorporated in Hong Kong with limited liability under the Companies Ordinance)

(Stock code: 00081)

### Proxy Form

**Form of proxy for use at the Annual General Meeting of the Company to be held at 4:00 p.m. on Tuesday, the 20th day of May 2008 and at any adjournment thereof**

I/We <sup>(note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(note 2)</sup> \_\_\_\_\_ shares of HK\$0.50 each in the capital of  
**Shell Electric Mfg. (Holdings) Company Limited** (the "Company") hereby appoint <sup>(notes 3&4)</sup> \_\_\_\_\_  
\_\_\_\_\_ of \_\_\_\_\_

or failing him <sup>(notes 3 & 4)</sup> \_\_\_\_\_  
of \_\_\_\_\_

or, failing him, the Chairman of the meeting 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 Concord Room II-III, 8th Floor, Renaissance Harbour View Hotel, 1 Harbour Road, Wanchai, Hong Kong on Tuesday, the 20th day of May 2008 at 4:00 p.m. and at such meeting (or at any adjournment thereof) on a poll to vote on my/our behalf as directed below.

	FOR <sup>(note 5)</sup>	AGAINST <sup>(note 5)</sup>
1. To receive and consider the audited financial statements, the directors' report and the independent auditors' report for the year ended 31st December, 2007.		
2. To declare a final dividend.		
3. (a) To re-elect Dr. The Hon Leo Tung-Hai LEE as director.		
(b) To re-elect Mr. Shiu-Kit NGAI as director.		
(c) To re-elect Mr. LEUNG Chun Wah as director.		
(d) To fix the directors' fees.		
4. To appoint auditors for the ensuing year and to authorise the directors to fix their remuneration.		
5. To give a general mandate to the directors to repurchase shares in the Company.		
6. To give a general mandate to the directors to issue shares in the Company.		
7. To extend the general mandate to issue shares in the Company by addition thereto the shares repurchased by the Company.		

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

Signature <sup>(note 6)</sup>: \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of HK\$0.50 each registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- A member of the Company entitled to attend and vote at this meeting is entitled to appoint one or more than one proxy to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company.
- Please insert the name and address of the proxy desired. **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 "✓" IN THE RELEVANT BOX UNDERNEATH THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK "✓" IN THE RELEVANT BOX UNDERNEATH THE BOX MARKED "AGAINST".** Failure to complete the boxes will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolutions 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.
- If more than one of the joint holders be present at the meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of the relevant shares shall alone be entitled to vote in respect thereof.
- 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 notorially certified copy of that power or authority shall be deposited at the registered office of the Company at Shell Industrial Building, 12 Lee Chung Street, Chai Wan Industrial District, Hong Kong not less than 48 hours before the time for holding the meeting or adjourned meeting or poll (as the case may be).
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and deposit of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.
- Any alterations made in this form of proxy must be initialled by the person who signs it.