



Manta Holdings Company Limited

敏達控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 936)

FORM OF PROXY FOR 2012 ANNUAL GENERAL MEETING

I/We (Note a) _____
of _____

being the registered holder(s) of (Note b) _____ ordinary shares of HK\$0.01 each in the capital of MANTA HOLDINGS COMPANY LIMITED (the "Company"), hereby appoint the chairman of the annual general meeting of the Company (the "Meeting") or (Note c) _____

of _____ to act as my/our proxy to attend for me/us at the Meeting to be held at 14/F, Fairmont House, 8 Cotton Tree Drive, Central, Hong Kong on Wednesday, 16 May 2012 at 2:30 p.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting and at the 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. My/our proxy will also be entitled to vote on any matter properly put to the Meeting in such manner as he thinks fit.

	RESOLUTIONS	FOR (Note d)	AGAINST (Note d)
1.	To receive and consider the audited financial statements, the report of the directors of the Company and the report of the independent auditors for the year ended 31 December 2011.		
2.	2.1 To re-elect the following directors of the Company. (2.1.1) To re-elect Mr. So Chung, as an executive director. (2.1.2) To re-elect Ms. So Man, as an executive director. (2.1.3) To re-elect Mr. Lam Woon Kun, as a non-executive director. (2.1.4) To re-elect Ms. Lo Miu Sheung Betty, as an independent non-executive director. (2.1.5) To re-elect Mr. Chan Mo, as an independent non-executive director. (2.1.6) To re-elect Mr. Ho Gar Lok, as an independent non-executive director. 2.2 To authorise the board of directors of the Company to fix the directors' remuneration.		
3.	To re-appoint BDO Limited as the auditors and to authorise the board of directors of the Company to fix the remuneration of the auditors.		
4.	(A) To grant a general mandate to the directors of the Company to purchase shares of the Company. (B) To grant a general mandate to the directors of the Company to allot, issue and deal with new shares of the Company. (C) Conditional on passing of resolutions 4A and 4B, to extend the general mandate under resolution 4B to the directors of the Company to allot, issue and deal with shares not exceeding the aggregate number of shares purchased pursuant to the mandate granted under resolution 4A.		

Dated this _____ day of _____ 2012

Shareholder's signature (Note h) _____

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of the Company 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).
- 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 annual general meeting of the Company (the "Meeting") or" and insert the name and address of the person to be appointed as proxy in the space provided. A proxy need not be a shareholder of the Company.
- If you wish to vote for the resolutions set out above, please tick ("√") the boxes marked "For". If you wish to vote against such resolutions, please tick ("X") the boxes marked "Against".** Failure to complete the boxes will entitle your proxy to cast your votes at his/her discretion or abstain from voting. A proxy will also be entitled to vote at his/her discretion on any resolutions properly put to the Meeting other than those set out in the notice convening the Meeting.
- Any shareholder of the Company entitled to attend and vote at the Meeting is entitled to appoint another person (who must be an individual) as his proxy to attend and vote instead of him and a proxy so appointed shall have the same right as the shareholder to speak at the Meeting. On a poll, votes may be given either personally or by proxy. A shareholder may appoint any number of proxies to attend in his stead at the Meeting.
- Delivery of any instrument appointing a proxy shall not preclude a shareholder from attending and voting in person at the Meeting or any adjournment thereof or poll concerned and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
- 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 joint holder whose name stands first on the register of shareholder in respect of the relevant joint holding 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, or in the case of a corporation, either under its seal or under the hand of an officer or attorney or other person so authorised.
- To be valid, this form of proxy, together with any power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, must be deposited to the office of the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wan Chai, Hong Kong not later than 48 hours before the time of the Meeting or any adjourned Meeting.
- Any alteration made to this form must be initialled by the person(s) who sign(s) the form.