



Global Flex Holdings Limited

佳邦環球控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 471)

PROXY FORM

Form of proxy for use by shareholders at the annual general meeting to be held at 3:00 p.m. on Tuesday, 23 May 2006 at Salon III, M/F, Grand Hyatt Hong Kong at 1 Harbour Road, Wanchai, Hong Kong

I/We (note a) _____
of _____
being the holder(s) of _____
(note b) shares of HK\$0.10 each of ("Shares") Global Flex Holdings Limited (the "Company") hereby appoint the Chairman of the annual general meeting of the Company (the "Meeting") or _____
of _____ to act as my/our proxy (note c) at the Meeting to be held at 3:00 p.m. on 23 May 2006 at Grand Hyatt Hong Kong at 1 Harbour Road, Wanchai, Hong Kong and at any adjournment thereof and to vote on my/our behalf as directed below.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll.

ORDINARY RESOLUTIONS		FOR (note d)	AGAINST (note d)
1	To receive and consider the audited financial statements and the reports of the directors and auditors of the Company for the year ended 31 December 2005		
2	To approve the declaration of a final dividend for the year ended 31 December 2005		
3	(a) To re-elect Mr Lin Cheng Hung as director		
	(b) To re-elect Mr Hsu Chung as director		
	(c) To re-elect Mr Huang Lien Tsung as director		
	(d) To re-elect Mr Lee Cheng Few as director		
	(e) To re-elect Mr Chou Tsan Hsiung as director		
	(f) To re-elect Mr Nguyen Duc Van as director		
	(g) To re-elect Mr Wang Wei-Lin as director		
	(h) To re-elect Mr Tung Tat Chiu, Michael as director		
	(i) To appoint Mr Chow Chi Tong as a director		
	(j) To authorize the board of directors to fix the remuneration of the directors		
4	To re-appoint Deloitte Touche Tohmatsu as auditors and to authorize the board of directors to fix their remuneration		
5	To grant a general and unconditional mandate to the directors of the Company to allot, issue or otherwise deal with the unissued shares in the capital of the Company not exceeding 20% of the issued share capital of the Company		
6	To grant a general mandate to the directors of the Company to purchase the Company's shares up to 10% of the issued share capital of the Company		
7	To add the nominal amount of the shares repurchased by the Company to the general mandate granted to the directors under resolution no. 5		
SPECIAL RESOLUTION			
8	To approve the amendments to the articles of association of the Company		

Dated this _____ day of _____ 2006 Shareholder's signature _____ (notes e, f, g and h)

Notes:

- a Full name(s) and address are to be inserted in BLOCK CAPITALS. The names of all joint registered holders should be stated.
- b Please insert the number of Shares 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).
- c Any shareholder of the Company entitled to attend and vote at the Meeting shall be entitled to appoint one proxy or, if he is the holder of two or more Shares, more than one proxy to attend and vote instead of him. A proxy need not be a member of the Company. 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 appointed in the space provided.
- d If you wish to vote for any of the resolutions set out above, please tick ("✓") the boxes marked "For". If you wish to vote against any resolutions, please tick ("✓") the boxes marked "Against". If the form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion.
- e Where there are joint registered holders of any Share of the Company, any one of such joint holders may vote, either personally or by proxy, in respect of such Share as if he/she were solely entitled thereto, but if more than one of such joint holders are 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 such Share shall alone be entitled to vote in respect thereof.
- f The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- g 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 notarially certified copy of such power or authority, must be deposited at the offices of the Company's Hong Kong branch registrar ("Branch Registrar"), Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- h The register of members of the Company will be closed from Thursday, 18 May 2006 to Tuesday, 23 May 2006 (both days inclusive), during which period no transfer of the Shares will be effected. In order to qualify for the proposed final dividend, all transfers of Shares accompanied by the relevant share certificates must be lodged with the Branch Registrar at the above address by no later than 4:00 p.m. on Wednesday, 17 May 2006.
- i Any alteration made to this form should be initialled by the person who signs the form.
- j Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting or any adjournment thereof if you so wish.