



TECHWAYSON HOLDINGS LIMITED

德維森控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2330)

FORM OF PROXY FOR USE AT THE SPECIAL GENERAL MEETING TO BE HELD AT PLAZA 4, LOWER LOBBY, NOVOTEL CENTURY HONG KONG, 238 JAFFE ROAD, WANCHAI, HONG KONG ON 28 JUNE 2006 AT 10:00 A.M.

I/We ^(note 1) _____
of _____
being the registered holder(s) of ^(note 2) _____ share(s) of HK\$0.10 each in the capital
of TECHWAYSON HOLDINGS LIMITED (the "Company") **HEREBY APPOINT THE CHAIRMAN OF THE
MEETING** or ^(note 3) _____
of _____
as my/our proxy to attend and vote for me/us at the special general meeting (and at any adjournment thereof) of the
Company to be held at Plaza 4, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong
on 28 June 2006 at 10:00 a.m. as indicated below ^(note 4).

	ORDINARY RESOLUTIONS	FOR ^(note 4)	AGAINST ^(note 4)
(1)	To approve the execution of the Subscription and Option Agreement dated 26 May 2006 entered into between Weina and the Company including the issue and allotment of an aggregate of 350,000,000 Convertible Shares at a subscription price of HK\$0.40 per Convertible Share		
(2)	(A) To re-elect Mr. Gerard J. McMahon as non-executive Director of the Company.		
	(B) To re-elect Dr. Sze Kwan as executive Director of the Company.		
	(C) To re-elect Ms. Chan Siu Chu, Debby as executive Director of the Company		
	(D) To re-elect Mr. Siek Fui as executive Director of the Company		
	(E) To re-elect Mr. Liu Ping as executive Director of the Company		

Dated this _____ day of _____ 2006 Shareholder's Signature: _____ ^(note 6)

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 of the Company to which the proxy relates 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).
- Please insert the name and address in **BLOCK CAPITALS** 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 ANY RESOLUTION, TICK THE BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK THE BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete any or all boxes will entitle your proxy to cast his votes on the relevant resolution at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- The description of the resolution in this form of proxy is by way of summary only. The full text is set out in the Notice of SGM as contained in the Circular dated 10 June 2006.
- 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 attorney, or other person duly authorised.
- 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 shares as if he were solely entitled thereto; but if more than one of such joint holders is present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such 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 certified copy thereof, must be deposited at the principal place of business of the Company in Hong Kong at Suite 2905, Tower 1, Lippo Centre, 89 Queensway, Hong Kong not less than 48 hours before the time for holding the meeting or any adjourned meeting thereof (as the case may be).
- Completion and return of the form of proxy will not preclude you from attending and voting at the meeting or any adjourned meeting if you so wish.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- ANY ALTERATION MADE IN THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**

* For identification purpose only