



# Foxconn International Holdings Limited

## 富士康國際控股有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2038)

### FORM OF PROXY

**FORM OF PROXY FOR USE BY SHAREHOLDERS AT THE ANNUAL GENERAL MEETING OF FOXCONN INTERNATIONAL HOLDINGS LIMITED TO BE HELD AT FUNCTION ROOM 1, 3/F., THE MIRA HONG KONG, 118 NATHAN ROAD, TSIMSHATSUI, KOWLOON, HONG KONG ON THURSDAY, 30 MAY 2013 AT 10:00 A.M. AND AT ANY ADJOURNMENT THEREOF.**

I/We<sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_

being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_

shares of US\$0.04 each in the share capital of Foxconn International Holdings Limited (the "Company"), hereby appoint the chairman of the annual general meeting (the "Chairman") or \_\_\_\_\_  
(name)

of \_\_\_\_\_  
(address)

as my/our proxy<sup>(Note 3)</sup> to attend and vote for me/us on my/our behalf at the annual general meeting (the "Meeting") of the Company to be held at Function Room 1, 3/F., The Mira Hong Kong, 118 Nathan Road, Tsimshatsui, Kowloon, Hong Kong on Thursday, 30 May 2013 at 10:00 a.m. and at any adjournment thereof, and to exercise all rights conferred on my/our proxy under law, regulation and the articles of association of the Company in respect of the resolutions set out in the notice of the Meeting as indicated below, and if no such indication is given, as my/our proxy thinks fit.

Please mark "✓" in the appropriate boxes to indicate how you wish your proxy to vote<sup>(Note 4)</sup>:

Resolutions		For	Against
<b>Ordinary Resolutions</b>			
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2012 together with the reports of the directors and the independent auditors thereon.		
2.	To re-elect Mr. TONG Wen-hsin as director and authorise the board of directors of the Company to fix his remuneration.		
3.	To re-elect Mr. CHIH Yu Yang as director and authorise the board of directors of the Company to fix his remuneration.		
4.	To re-appoint Deloitte Touche Tohmatsu as auditors of the Company and authorise the board of directors of the Company to fix their remuneration.		
5.	To grant a general mandate to the directors to purchase shares of the Company in accordance with ordinary resolution number (5) as set out in the notice of the Meeting.		
6.	To grant a general mandate to the directors to allot, issue and deal with additional shares of the Company in accordance with ordinary resolution number (6) as set out in the notice of the Meeting.		
7.	To extend the general mandate granted to the directors to allot, issue and deal with additional shares of the Company in accordance with ordinary resolution number (7) as set out in the notice of the Meeting.		
8.	To grant a general mandate to the directors to allot, issue and deal with additional shares of the Company under the share scheme of the Company in accordance with ordinary resolution number (8) as set out in the notice of the Meeting.		
<b>Special Resolution</b>			
9.	To approve the proposed change of name of the Company in accordance with special resolution number (9) as set out in the notice of the Meeting.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2013.

Signature<sup>(Note 5)</sup> \_\_\_\_\_

**Notes:**

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- 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 Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out "the chairman of the annual general meeting (the "Chairman") or" and insert the full name and address of the proxy desired in the space provided. A member entitled to attend and vote at the Meeting may appoint one or more proxies to attend and vote on his/her behalf provided that if more than one proxy is so appointed, the appointment shall specify the number of shares in respect of which each such proxy is so appointed. **IF NO NAME IS INSERTED, THE CHAIRMAN WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PUT A "✓" IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PUT A "✓" IN THE BOX MARKED "AGAINST".** Failure to complete either box in respect of a resolution will entitle your proxy to cast your votes or abstain at his/her discretion in respect of that resolution. Your proxy will also be entitled to vote or abstain at his/her discretion on any resolution 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 executed under its common seal or under the hand of an officer, attorney or other person duly authorised in writing.
- In the case of joint registered holders of any share, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company.
- In order 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 (such certification to be made by either a notary public or a solicitor qualified to practise in Hong Kong), must be deposited at the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or adjourned meeting (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 return of this form of proxy will not preclude you from attending in person and voting at the Meeting if you so wish. In such event, this form of proxy will be deemed to have been revoked.
- The Company reserves the right (at its absolute discretion) to treat any incorrectly-completed form of proxy in the same manner as being valid when such incorrectness is not material in the Company's opinion.

\* for identification purposes only