# ASM Pacific Technology Limited

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 0522)**

## FORM OF PROXY FOR THE 2009 ANNUAL GENERAL MEETING

I/We *(Note1)* _____

of _____

being the registered holder(s) of *(Note 2)* _____ shares of HK$0.10 each in the share capital of ASM Pacific Technology Limited (the "Company") hereby appoint the Chairman of the meeting *(Note 3)* or _____

of _____

as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the annual general meeting (the "AGM") of the Company for the year 2009 to be held at 32th Floor, Admiralty Centre I, 18 Harcourt Road, Hong Kong on Friday, 24 April, 2009 at 3:00 p.m. (and at any adjournment thereof).

Please make a mark in the appropriate boxes below to indicate how you wish your vote(s) to be cast on a poll *(Note 4)*.

| | ORDINARY RESOLUTIONS | FOR | AGAINST |
|---|---|---|---|
| 1. | To receive, consider and adopt the Audited Consolidated Financial Statements of the Company and the Reports of the Directors and Auditor for the year ended 31 December 2008. | | |
| 2. | To declare a final dividend of HK$0.50 per share for the year ended 31 December 2008. | | |
| 3. | (i) To re-elect Mr. Lee Wai Kwong as Director. | | |
| | (ii) To re-elect Mr. Chow Chuen, James as Director. | | |
| | (iii) To re-elect Mr. Lok Kam Chong, John as Director. | | |
| | (iv) To authorize the board of Directors to fix the Directors' remuneration. | | |
| 4. | To re-appoint Deloitte Touche Tohmatsu as auditor and to authorize the board of Directors to fix their remuneration. | | |
| 5. | To give a general mandate to the Directors to repurchase shares of the Company. | | |
| 6. | To amend the Employee Share Incentive Scheme of the Company. | | |

| | SPECIAL RESOLUTION | FOR | AGAINST |
|---|---|---|---|
| 7. | To amend the articles of association of the Company. | | |

Date: _____ 2009 Signature(s) *(Note 5)* _____

*Notes:*

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS.** The names of all joint holders should be stated.

2. 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 of the Company registered in your name(s).

3. Full name and address of proxy to be inserted in **BLOCK CAPITALS**. If not completed, the Chairman of the meeting will act as your proxy. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**

4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK ("✔") THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK ("✔") THE BOX MARKED "AGAINST".** If no direction is given, your proxy will vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.

5. This form of proxy must be signed by you or your attorney duly authorized in writing. In case of a corporation, the same must be either under its common seal or under the hand of an officer or attorney so authorized.

6. 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 notarially certified copy thereof, must be deposited at the Company's principal place of business in Hong Kong at 12th Floor, Watson Centre, 16-22 Kung Yip Street, Kwai Chung, New Territories, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof.

7. In case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of vote(s) 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.

8. The proxy need not be a member of the Company but must attend the meeting in person to represent you.

9. Completion and delivery of this form of proxy will not preclude you from attending and voting at the meeting if you so wish and, in such event, this form of proxy shall be deemed to be revoked.