



TCC INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1136)

FORM OF PROXY ANNUAL GENERAL MEETING TO BE HELD ON 26 MAY 2010 OR ANY ADJOURNMENT THEREOF

I/We (Note 1) _____
of _____
being the registered holder(s) of (Note 2) _____ shares of
HK\$0.10 each in the share capital of TCC International Holdings Limited (the "Company"), HEREBY APPOINT (Note 3) the chairman of the
meeting or _____
of _____
as my/our proxy to attend for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at Gloucester Room, 2nd Floor, Mandarin
Oriental, Hong Kong Limited, 5 Connaught Road, Central, Hong Kong on 26 May 2010 at 2:30 p.m. for the purpose of considering and, if thought fit, passing
the resolutions set out in the notice convening the said meeting dated 16 April 2010 and at such meeting, or at any adjournment thereof, to vote for me/us and
in my/our name(s) in respect of the said resolutions as hereunder indicated, and if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR (Note 4)	AGAINST (Note 4)
1.	To receive and consider the audited financial statements and the reports of the Directors and auditors of the Company ("Auditors") for the year ended 31 December 2009.		
2.	To declare the final dividend recommended by the Directors in respect of the year ended 31 December 2009.		
3.	(i) To re-elect Mr. Koo, Cheng-Yun, Leslie as a Director.		
	(ii) To re-elect Mr. Chang, An-Ping, Nelson as a Director.		
	(iii) To re-elect Mr. Chang, Kang-Lung, Jason as a Director.		
4.	To authorise the board of Directors to fix the remuneration of the Directors.		
5.	To re-appoint the Auditors and to authorise the board of Directors to fix their remuneration.		
ORDINARY RESOLUTIONS			
6.	To approve the Ordinary Resolutions (A)-(C):		
Resolution (A):	To grant a general mandate to the Directors to allot shares of the Company up to 20% of the share capital in issue at the date of the resolution.		
Resolution (B):	To grant a general mandate to the Directors to repurchase shares of the Company up to 10% of the share capital in issue at the date of the resolution.		
Resolution (C):	To approve and extend the power granted to the Directors under Resolution No. 6(A) by the addition thereto of an amount representing the aggregate nominal amount of the shares repurchased by the Company pursuant to Resolution No. 6(B).		
SPECIAL RESOLUTION			
7.	To approve the proposed amendments to the memorandum of association and articles of association of the Company.		

Signature(s) _____ (Note 7)

Dated this _____ day of _____ 2010

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 in the capital of the Company registered in your name(s).
3. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote in his stead. If any proxy other than the chairman of the meeting is preferred, strike out the words "the chairman of the meeting or" and insert the name and address of the proxy desired in the space provided.
4. IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK IN THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK IN THE APPROPRIATE BOX MARKED "AGAINST". Failure to tick a box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any amendment of a resolution put to the meeting.
5. 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 of such power of attorney or authority, must be lodged with the Company's branch share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time fixed for holding the said meeting or any adjourned meeting.
6. In the case of joint holders of a share, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the Register of Members of the Company in respect of the joint holding.
7. This proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, either executed under seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
8. The proxy need not be a member of the Company.
9. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.