

ARTS OPTICAL INTERNATIONAL HOLDINGS LIMITED

雅視光學集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1120)

Form of proxy for use at the 2011 Annual General Meeting (or at any adjournment thereof)

being the registered holder(s) of2 shares of			² shares of H	HK\$0.10 each	in the capital of
	al International Holdings Limited (th	e "Company"), HE			
			Hong Kong Identi		
) ⁴ as my/our	proxy to act for me	e/us at the 2011 A	Annual Genera	l Meeting (or at
	nment thereof) of the Company to b				
	nshatsui East, Kowloon, Hong Kong				
	fit, passing the resolutions as set ou				
	ournment thereof) to vote for me/us	•		he said resolut	ions as indicated
hereinbelov	w or, if no such indication is given, a	s my/our proxy thinl	cs fit.		
	ORDINARY RESO	LUTIONS		FOR ⁵	AGAINST ⁵
1. To r	eceive and consider the audited Fina		d the Reports of	1011	1101111101
	Directors and Independent Auditor				
2010		,	,		
2. To d	leclare a final dividend for the year e	nded 31st December	, 2010.		
3. (a)	(a) To re-elect Mr. Ng Kim Ying as a Director.				
(b)	To re-elect Mr. Ng Hoi Ying, Micha	el as a Director.			
1	4. To authorise the Remuneration Committee to fix the remuneration of the executive Directors.				
	approve the payment of remunera	ation to each of t	ne independent		
	executive Directors.	ation to each of the	ne independent		
6. To 1	re-appoint Messrs. Deloitte Touche	e Tohmatsu as the	Auditor and to		
auth	orise the board of Directors to fix the	eir remuneration.			
7. To g	7. To give a general mandate to the Directors for the repurchase of Shares.				
8. To g	give a general mandate to the Director	rs for the issue of Sh	ares up to:		
(a) 5% of the issued share capital of the Company in the case of an					
4.	allotment and issue of Shares for cash; and				
(b)	(b) 20% of the issued share capital of the Company in the case of an allotment and issue of Shares other than for cash.				
	anotheri and issue of Shares other	than for cash.			
Dated this	day of	2011	Signature ⁶ :		
		-	-		

Notes

I/We¹, __

- 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 of HK\$0.10 each 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).
- (a) 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 of the proxy desired in the space provided.
 - (b) You may appoint more than one proxy to attend and vote at the Meeting on your behalf. The proxy/proxies need not be a member(s) of the Company but must attend the Meeting in person to represent you.
 - (c) Completion and deposit of the form of proxy will not preclude you from attending and voting at the Meeting if you so wish.
- Please fill in EITHER the Hong Kong Identity Card OR Passport number of the proxy. The proxy should bring along his or her Hong Kong Identity Card or Passport and is required to show it for identification purpose before entering into the venue of the Meeting.
- 5. (a) Important: if you wish to vote for any resolution, tick in the box marked "FOR" beside the appropriate resolution. If you wish to vote against any resolution, tick in the box marked "AGAINST" beside the appropriate resolution. If no such indication is given, your proxy is entitled to vote on your behalf at his or her absolute discretion.
 - (b) If you wish to vote both "FOR" and "AGAINST" in any single resolution, please state clearly the respective number of shares to which each vote of "FOR" and "AGAINST" relates.
 - (c) In the case of joint holders, the vote of the senior who tenders a vote, whether present in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s), and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
- 6. (a) 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 any officer, attorney or other person duly authorised.
 - (b) Any alteration made to this form of proxy must be initialled by the person who signs it.
 - (c) 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 of such power of authority, must be lodged with the Company's Hong Kong branch share registrar, Tricor Secretaries Limited, at 26/F., Tesbury Centre, 28 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof (as the case may be).

^{*} For identification purpose only