SYNERTONE COMMUNICATION CORPORATION

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1613)

FORM OF PROXY FOR EXTRAORDINARY GENERAL MEETING

I/We *I*, _____

of _____

being the registered holder(s) of *II* _____ shares of HK$0.01 each in the capital of Synertone Communication Corporation (the "**Company**"), HEREBY APPOINT *III* the Chairman of the extraordinary general meeting or _____

of _____

as my/our proxy to act for me/us at the extraordinary general meeting (the "**EGM**") of the Company to be held at the Conference Room, 3/F, Nexxus Building, 77 Des Voeux Road Central, Wanchai, Hong Kong on Tuesday, 15 October 2013 at 2:00 p.m. or any adjournment thereof to vote for me/us and my/our name(s) in respect of the resolutions as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

Please make a mark in the appropriate boxes to indicate how you wish your (votes) to be cast on a poll *IV*.

	ORDINARY RESOLUTIONS	FOR *IV*	AGAINST *IV*
1.	To approve, confirm and/or ratify the Definitive Agreement (as defined in the notice of EGM dated 26 September 2013) (the "**Notice**"), and the allotment and issue of and the specific mandate to deal with the Consideration Shares (as defined in the Notice) as more particularly described in ordinary resolution 1 of the Notice.		
2.	To approve, confirm and/or ratify the Revenue Sharing Agreement (as defined in the Notice) as more particularly described in ordinary resolution 2 of the Notice.		

Dated this _____ day of _____ 2013   Signature *V* _____

Notes:

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

II. Please insert the number of shares registered in your name(s) and to which this form of proxy relates. 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).

III. If any proxy other than the Chairman of the EGM is preferred, strike out the words "the Chairman of the extraordinary general meeting or" and insert the name and address of the proxy desired in the space provided. The proxy need not be a member of the Company but must attend the EGM in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**

IV. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE BOX MARKED "AGAINST".** Failure to tick either box as instructed will entitle your proxy to cast your vote or abstain from voting at his discretion. Your proxy will also be entitled to vote at his discretion on any amendment of a resolution put to the EGM.

V. 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 or attorney duly authorised to sign the same.

VI. 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 lodged at the Company's share registrar in Hong Kong, Tricor Investor Services Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for the holding of the EGM (or any adjournment thereof).

VII. In case of joint holders of a share of the Company, any one of such persons may vote, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at the meeting personally or by proxy, that one whose name stands first on the register of members of the Company in respect of such share will alone be entitled to vote in respect thereof.

VIII. Completion and return of this form of proxy will not preclude you from attending the EGM if you so wish. In the event that you, having lodged this form of proxy, attend the EGM, your form of proxy will be deemed to have been revoked.