



**CHINA FIRE SAFETY ENTERPRISE GROUP HOLDINGS LIMITED**

**中國消防企業集團控股有限公司\***

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

**(Stock Code: 8201)**

**PROXY FORM**

**for use at the Extraordinary General Meeting**

**to be held on 29 March, 2005**

I/We<sup>(1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>(2)</sup> \_\_\_\_\_  
shares of HK\$0.01 each in the capital of China Fire Safety Enterprise Group Holdings Limited (the  
"Company") **HEREBY APPOINT** the Chairman of the meeting or<sup>(3)</sup> \_\_\_\_\_  
of \_\_\_\_\_

as my/our proxy to attend and, in the event of a poll, to vote for me/us at the Extraordinary General Meeting ("EGM") of the Company to be held at Chater Room II, Chater Room Level, The Ritz-Carlton, Hong Kong, 3 Connaught Road, Central, Hong Kong on Tuesday, 29 March, 2005 at 2:30 p.m. (and at any adjournment thereof) as directed below.

<b>ORDINARY RESOLUTIONS</b>	<b>FOR<sup>(4)</sup></b>	<b>AGAINST<sup>(4)</sup></b>
Resolution no. 1 of the Notice of EGM (To approve the Subscription Agreement, the Option Agreement and the granting of the Whitewash Waiver)		
Resolution no. 2 of the Notice of EGM (To allot and issue the Subscription Shares)		

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

Date: \_\_\_\_\_

*Notes:*

1. Full name(s) and address(es) to be inserted in **BLOCK** letters
2. Please insert the number of shares registered in your name(s); if no number is inserted, this proxy form will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
3. Any member entitled to attend and vote at the meeting is entitled to appoint more than one proxy to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company, but must attend the meeting in person to represent you. If any proxy other than the Chairman is preferred, please strike out "the Chairman of the meeting or" and insert the name and address of the proxy desired. **ANY ALTERATIONS MADE TO THIS FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: PLEASE INDICATE WITH A "✓" IN THE RELEVANT BOXES HOW YOUR VOTE(S) TO BE CAST ON A POLL.** Should this form be returned duly signed but without specific direction, the proxy will be entitled to vote or abstain at his discretion. The proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
5. This proxy form must be signed by you or your attorney duly authorised in writing, or in the case of a corporation, this proxy form must under its common seal or under the hand of an officer or attorney so authorised.
6. If more than one of the joint holders be present at the meeting personally or by proxy, that one of the said persons whose name stands first on the register of members in respect of the relevant shares will alone be entitled to vote in respect thereof.
7. To be valid, this proxy form, together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the Company's share registrar, Room 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 48 hours before the time for holding the meeting or any adjournment thereof.
8. The Notice of EGM is set out in the Company's circular dated 10 March, 2005.

\* for identification purpose only