



**MEDIATION
INC.**

MediaNation Inc.

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8160)

**PROXY FORM FOR USE AT THE ANNUAL GENERAL MEETING
TO BE HELD ON 9TH MAY, 2005**

I/We _____ *(Note 1)*

of _____ *(Note 1)*,

being the registered holder(s) of _____ shares *(Note 2)* in MediaNation Inc. (the "Company"), HEREBY

APPOINT THE CHAIRMAN OF THE MEETING or _____

of _____ *(Note 3)*

as my/our proxy to attend and act for me/us at the Annual General Meeting of the Company to be held at Room 6703, Two International Finance Centre, 8 Finance Street, Central, Hong Kong SAR on Monday, 9th May, 2005 at 2:00 p.m. or at any adjournment thereof and to vote for me/us on my/our behalf at such meeting or at any adjournment thereof in respect of the resolutions set out in the Notice of Annual General Meeting as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR <i>(Note 4)</i>	AGAINST <i>(Note 4)</i>
1.	To approve and adopt the audited financial statements of the Company for the year ended 31st December, 2004, the report of the Directors of the Company for the year ended 31st December, 2004 and the report of the Auditors of the Company for the year ended 31st December, 2004.		
2.	To re-elect retiring Directors, namely Mr. Cheung Leung Hong, Cliff, Mr. Johannes Schöter and Mr. Duck Young Song for a further and additional term of three years from the date of the Annual General Meeting, and to authorise the Board of Directors to determine the Directors' fees.		
3.	To re-appoint the Auditors of the Company and to authorise the Board of Directors to determine their remuneration.		
4.	To approve the mandate conferring the right on the Directors to allot shares in the Company in accordance with the conditions of the motion tabled before the shareholders of the Company.		
5.	To approve the mandate conferring the right on the Directors to repurchase shares in the Company in accordance with the conditions of the motion tabled before the shareholders of the Company.		

Signature *(Note 5)* _____

Date: _____ 2005

Notes:

- Please insert full name and address in block capitals.
- Please insert the number of shares in the Company registered in your name and to which this proxy form relates. If no such number is inserted, this proxy form will be deemed to relate to all the shares in the Company registered in your name.
- You are entitled to choose any person to be your proxy. If a person other than the Chairman of the Annual General Meeting is to be appointed as your proxy, please strike out the words "THE CHAIRMAN OF THE MEETING" and insert the full name and address of the proxy to be appointed in the space provided. You are entitled to appoint one or more proxies to attend and vote at the meeting. The proxy need not be a member of the Company. However, if you appoint more than one proxy, you should state the number of shares each of them represents. Any alteration made to this proxy form must be signed by the person who signs the proxy form.
- Important: If you wish to vote for any resolution, tick in the box marked "For". If you wish to vote against any resolution, tick in the box marked "Against". In respect of each of the resolutions, failure to tick either box or failure to indicate as to how to vote on the proxy form returned will entitle your proxy to decide whether to vote and as to how to vote at his discretion.
- This proxy form must be signed by you or your attorney duly authorised in writing. If the attorney is a corporation or an institution, this proxy form must be executed under seal or executed by its director or a duly authorised person. All powers of attorney referred to in this Note must be notarised.
- To be valid, this proxy form and the notarised power of attorney or other documents of authorisation must be delivered to Computershare Hong Kong Investor Services Limited at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong SAR for registration, not less than 48 hours before the time appointed for holding the Annual General Meeting.
- When attending the Annual General Meeting, proxies representing the respective shareholders should present their completed and signed proxy forms and their identity documents.
- This proxy form should be completed in duplicate. One form should be delivered according to the instructions as set out in Note 6 and the other should be presented by the proxy when attending the Annual General Meeting according to the instructions as set out in Note 7.