



西安海天天綫科技股份有限公司
XI'AN HAITIAN ANTENNA TECHNOLOGIES CO., LTD.*

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 8227)

Form of proxy for the annual general meeting to be held on 19 May 2005

I/We (Note 1) _____
of _____
being the registered holder(s) of (Note 2) _____ shares of RMB0.10 each in the capital of 西安海天天綫科技股份有限公司 Xi'an Haitian Antenna Technologies Co., Ltd.* (the "Company"), HEREBY APPOINT (note 3) _____
of _____
or failing him, the Chairman of the meeting as my/our proxy to act for me/us at the annual general meeting (the "AGM") (or at any adjournment thereof) of the Company to be held at 亞建國際高爾夫俱樂部 (Ya Jian International Golf Club), Xi'an, Shaanxi province, the People's Republic of China on Thursday, 19 May 2005 at 4:00 p.m. (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, or if no such indication is given, as my/our proxy thinks fit.

| ORDINARY RESOLUTIONS | | For | Against (Note 4) |
|----------------------|---|-----|---------------------|
| 1. | To consider and approve the report of the board of directors (the "Directors") of the Company for the year ended 31 December 2004 | | |
| 2. | To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2004 | | |
| 3. | To consider and approve the audited financial statements for the year ended 31 December 2004 | | |
| 4. | (a) To re-appoint 梁志軍先生 Mr. LIANG Zhijun as executive Director | | |
| | (b) To re-appoint 方曦先生 Mr. FANG Xi as executive Director | | |
| | (c) To re-elect 王鵬程先生 Mr. WANG Pengcheng as independent non-executive Director | | |
| 5. | To consider and approve the dividend distribution proposal for the year ended 31 December 2004 | | |
| 6. | To re-appoint CCIF CPA Limited as the Company's auditors and to authorise the Board to fix their remuneration | | |
| SPECIAL RESOLUTION | | | |
| 7. | To authorise the Board, subject to the relevant laws and regulations, to allot, issue and deal with domestic shares and H shares of the Company solely or jointly within the relevant period (as defined) with an amount of not more than 20% of the issued share capital of that class of shares provided that the China Securities Regulatory Commission and the relevant authorities granting the relevant approvals, and to authorise the Board to handle all the relevant matters in relation to such placement or issue and to make any necessary amendments as it considers appropriate in the articles of association of the Company, so as to reflect the changes in the structure of capital of the Company resulting from such placement or issue. | | |

Signature (Note 5) _____

Dated this _____ day of _____ 2005.

Notes:

- Full name(s) and address(es) to be inserted in BLOCK CAPITALS.
- Please insert the number of shares of RMB0.10 each registered in your name(s) 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 of the Company registered in your name(s).
- Please insert the name and address of the proxy desired. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK IN THE BOX MARKED "AGAINST". Failure to complete the boxes will entitle your proxy to cast his vote at his discretion.
- 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 executed either under its common seal or under the hand of an officer or attorney duly authorised.
- In the case of joint holders, any one of such holders may attend and vote at the AGM either personally or by proxy, but if more than one of such joint holders be present at the AGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of the joint holding shall alone be entitled to vote in respect thereof.
- To be valid, this form of proxy, together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited by hand or post, for holders of H shares of the Company at the office of the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 46th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, and for holders of domestic shares of the Company to the registered office address of the Company not less than 24 hours before the time for holding the AGM or not less than 24 hours before the time appointed for taking the poll.
- The proxy need not be a member of the Company.
- ANY ALTERATION MADE IN THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.

* for identification purposes only