



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 30 April 2007

I/We (Note 1) _____
 of _____
 being the registered holder(s) of (Note 2) _____ H shares/domestic 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") 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 (the "PRC") on Monday, 30 April 2007 at 3:30 p.m. (or immediately after the conclusion or adjournment of the extraordinary general meeting of the Company to be held on the same date) to vote for me/us and in my/our name(s) in respect of the resolutions as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		For (Note 4)	Against (Note 4)
1.	To approve the report of the board (the "Board") of directors (the "Directors") of the Company for the year ended 31 December 2006.		
2.	To approve the report of the supervisory committee of the Company for the year ended 31 December 2006.		
3.	To approve the audited consolidated financial statements and the report of the auditors of the Company for the year ended 31 December 2006.		
4.	To approve the profit distribution proposal for the year ended 31 December 2006 (if any).		
5.	To re-appoint CCIF CPA Limited as the Company's auditors and to authorize the Board to fix their remuneration.		
6.	To approve the re-election of Mr. Xiao Bing as executive director of the third session of the Board for a term of three years commencing from 20 May 2007.		
7.	To approve the re-election of Mr. Liang Zhijun as executive director of the third session of the Board for a term of three years commencing from 20 May 2007.		
8.	To approve the re-election of Mr. Zhou Tianyou as executive director of the third session of the Board for a term of three years commencing from 20 May 2007.		
9.	To approve the re-election of Mr. Wang Ke as non-executive director of the third session of the Board for a term of three years commencing from 20 May 2007.		
10.	To approve the re-election of Mr. Liu Yongqiang as non-executive director of the third session of the Board for a term of three years commencing from 20 May 2007.		
11.	To approve the re-election of Mr. Li Wenqi as non-executive director of the third session of the Board for a term of three years commencing from 20 May 2007.		
12.	To approve the re-election of Ms. Wang Jing as non-executive director of the third session of the Board for a term of three years commencing from 20 May 2007.		
13.	To approve the re-election of Mr. Sun Wenguo as non-executive director of the third session of the Board for a term of three years commencing from 20 May 2007.		
14.	To approve the re-election of Professor Gong Shuxi as independent non-executive director of the third session of the Board for a term of three years commencing from 20 May 2007.		
15.	To approve the re-election of Mr. Wang Pengcheng as independent non-executive director of the third session of the Board for a term of three years commencing from 20 May 2007.		
16.	To approve the re-election of Mr. Qiang Wenyu as the independent non-executive director of the third session of the Board for a term of three years commencing from 20 May 2007.		
17.	To approve the re-election of Mr. Liu Jiyang as supervisor of the third session of the supervisory committee of the Company for a term of three years commencing from 20 May 2007.		
18.	To approve the re-election of Professor Shi Ping as supervisor of the third session of the supervisory committee of the Company for a term of three years commencing from 20 May 2007.		
19.	To approve the re-election of Mr. Gu Linqiang as supervisor of the third session of the supervisory committee of the Company for a term of three years commencing from 20 May 2007.		
20.	To authorize the Board to fix the remuneration of directors and supervisors of the third session of the Board and the supervisory committee of the Company.		
SPECIAL RESOLUTION		For (Note 4)	Against (Note 4)
	To grant a general mandate to the Board to allot, issue and deal with domestic shares and H shares of the Company with an amount of not more than 20% of the issued share capital of that class of shares on the date of passing of this resolution.		

Dated this _____ day of _____, 2007. Signature (Note 5) _____

Notes:

- Full name(s) and address(es) to be inserted in BLOCK LETTERS.
 - Please insert the number and class 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 registered holders of any shares of the Company, 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, to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Rooms 1806-07, 18th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, and for holders of domestic shares of the Company, to the head office of the Company at No. 36, Gao Xin Liu Road, Xi'an National Hi-tech Industrial Development Zone, Xi'an, Shaanxi Province, the PRC, (Postal Code 710075) no later than 24 hours before the time for holding the AGM.
 - The proxy need not be a member of the Company.
 - ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.
- * For identification purposes only