

**JINHENG AUTOMOTIVE SAFETY TECHNOLOGY HOLDINGS LIMITED****錦 恆 汽 車 安 全 技 術 控 股 有 限 公 司***(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 8293)

FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING

I/We ^(Note 1) _____ of _____
 being the registered holder(s) of ^(Note 2) _____ shares of HK\$0.01
 each in the capital of Jinheng Automotive Safety Technology Holdings Limited (the "Company"), **HEREBY APPOINT**
^(Note 3) the Chairman of the Meeting or _____ of
 _____ as my/our proxy to attend and to vote for me/
 us and on my/our behalf at the annual general meeting ("Annual General Meeting") (or at any adjournment thereof) of the
 Company to be held at 33rd Floor, 9 Queen's Road Central, Central, Hong Kong on Friday, 23rd May 2008 at 10:00 a.m. for
 the purposes of considering and, if thought fit, passing the resolutions set out in the notice of Annual General Meeting
 ("Notice") and at such meeting (or at any adjournment thereof) to vote for me/us and in the event of a poll to vote for me/
 us and in my/our name(s) as indicated below or, if no such indication is given, as my/our proxy thinks fit.

	RESOLUTIONS	FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries together with the reports of the directors and auditors thereon for the year ended 31 December 2007.		
2.	To declare a final dividend of HK\$0.036 per share for the year ended 31st December 2007.		
3.	(a) To re-elect Mr Xing Zhanwu as director of the Company.		
	(b) To re-elect Mr Zhao Qingjie as director of the Company.		
	(c) To re-elect Mr Li Hong as director of the Company		
	(d) To re-elect Mr Zeng Qingdong as director of the Company		
	(e) To re-elect Mr Huang Shilin as director of the Company		
	(f) To re-elect Mr Zhu Tong as director of the Company		
	(g) To re-elect Mr Chan Wai Dune as director of the Company		
	(h) To authorise the board of directors to fix the remuneration of directors.		
4.	To re-appoint the Company's auditors and authorise the board of directors to fix their remuneration.		
5.	To adopt ordinary resolution no. 5 as set out in the Notice (to give a general mandate to the directors to issue shares in the Company).		
6.	To adopt ordinary resolution no. 6 as set out in the Notice (to give a general mandate to the directors to repurchase shares in the Company).		
7.	To adopt ordinary resolution no. 7 as set out in the Notice (to extend the general mandate to the directors to issue shares in the Company).		

Signature ^(Note 7) _____

Date: _____ 2008

Notes:

- Full name(s) and address(es) to be insert in **BLOCK CAPITALS**. The names of all joint shareholders should be stated.
- Please insert the number of shares registered in your name(s) to which this form of proxy related. 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).
- If any proxy other than the Chairman is preferred, strike out the words "the Chairman of the Meeting or" and insert the name and address of the proxy desired. Any alteration made to this form of proxy must be initialled by the person who signs it.
- Important: If you wish to vote for a resolution, tick in the relevant box marked "FOR". If you wish to vote against the resolution, tick in the box marked "AGAINST".** Failure to tick a box will entitle your proxy, at his discretion, to cast your vote in respect of such resolution or abstain from voting. Your proxy will also be entitled to vote at his discretion on any resolutions properly put to the meeting other than those referred to in the Notice.
- To be valid, this form of proxy, duly signed, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, Room 1806-1807, 18th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for holding the meeting.
- In the case of joint shareholders, any one of such joint shareholders may vote at the meeting, 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 shareholders are present at the meeting personally or by proxy, that one of the said persons whose name stands first in the register of members of the Company in respect of the relevant share shall alone be entitled to vote in respect thereof. Only one of joint shareholders need to sign.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under seal or under the hand of an officer or attorney duly authorised in writing.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you. Completion and deposit of the form of proxy will not preclude you from attending and voting at the Annual General Meeting if you so wish.
- The register of members will be closed from Tuesday, 20th May 2008 to Thursday, 22nd May 2008, both days inclusive, during which period no transfer of shares can be registered. In order to qualify the proposed final dividend to be approved at the Annual General Meeting and attending the Annual General Meeting, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the branch share registrar and transfer office of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at the address stated in Note 5 above no later than 4:00 p.m. on Monday, 19th May 2008.