



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 with limited liability)

(Stock Code: 8227)

**Proxy Form for the Domestic Shareholders Class Meeting
to be held on 10 October 2014**

I/We (Note 1) _____
of _____
being the registered holder(s) of (Note 2) _____ domestic shares of RMB0.10 ("**Domestic Shares**") 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 class meeting for holders of Domestic Shares (the "**Domestic Shareholders Class Meeting**") of the Company to be held at Conference Room, A-2 of Standard Workshop Phase II, Zone B of Xi'an Export Processing Zone, No. 28 Xinxu Avenue, National Hi-tech Industrial Development Zone, Xi'an, Shaanxi Province, the People's Republic of China on Friday, 10 October 2014 at 2:45 p.m. (or as soon as the class meeting of the holders of H shares of the Company to be convened at the same date and place at 2:30 p.m. shall conclude or adjourn) and any adjournment thereof, for the purpose of considering and, if thought fit, passing the resolution as set out in the notice convening the Domestic Shareholders Class Meeting dated 25 August 2014 (the "**Domestic Shareholders Class Meeting Notice**"), and to vote for me/us and in my/our name(s) in respect of the resolution as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

SPECIAL RESOLUTION	For (Note 4)	Against (Note 4)
To approve, confirm and/or ratify the subscription agreements dated 25 July 2014 entered into between the Company and Campari Winner Limited, Great Harmony Ventures Limited, Hongkong Jinsheng Enterprise Co., Limited, Long Apex Limited and Variant Wealth Limited, respectively, in relation to the subscription of an aggregate 300,000,000 new H shares of the Company and all the transactions contemplated thereunder, as more particularly described in the Domestic Shareholders Class Meeting Notice.		

Dated this _____ day of _____ Signature: (Note 5) _____

Notes:

1. Full name(s) and address(es) to be inserted in BLOCK LETTERS.
2. Please insert the number of Domestic Shares 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 Domestic Shares registered in your name(s).
3. Please insert the name and address of the proxy desired. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE DOMESTIC SHAREHOLDERS CLASS MEETING WILL ACT AS YOUR PROXY.
4. 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.
5. 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.
6. In the case of joint registered holders of the Domestic Shares, any one of such holders may attend and vote at the Domestic Shareholders Class Meeting either personally or by proxy, but if more than one of such joint holders be present at the Domestic Shareholders Class Meeting 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.
7. 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, to the head office of the Company in the PRC at No. 66 Jinye Road, 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 Domestic Shareholders Class Meeting.
8. The proxy need not be a member of the Company.
9. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.

* for identification purpose only