



浙江玻璃股份有限公司

ZHEJIANG GLASS COMPANY, LIMITED

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

(Stock Code: 739)

PROXY FORM FOR ATTENDANCE AT THE EXTRAORDINARY GENERAL MEETING

I/We (note a) _____
of _____
being the registered holder(s) of _____
domestic shares/H shares (note b) of RMB1.00 each in the capital of Zhejiang Glass Company, Limited (“Company”) hereby appoint the
Chairman of the meeting or (note c) of _____
of _____
to act as my/our proxy to attend and vote for me/us and on my/our behalf at the extraordinary general meeting of the Company to be
held at 9:00 a.m. on Friday, 11 September 2009 at the Conference Room, Zhejiang Glass Company, Limited, Yangxunqiao Township,
Shaoxing County, Zhejiang Province, the PRC or any adjournment thereof.

Please make a “✓” mark in the appropriate boxes to indicate how you wish your vote(s) to be cast (notes d and e).

ORDINARY RESOLUTION		FOR	AGAINST
1.	To consider and approve the appointment of RSM Nelson Wheeler, Certified Public Accountant and RSM China CPAs as the new international and new domestic auditors of the Company respectively and to hold office until the conclusion of the next annual general meeting of the Company, and to authorise the board of directors of the Company to fix the remuneration thereof.		
SPECIAL RESOLUTION			
2.	To consider and approve the amendments to the articles of association of the Company as set out in the Company’s circular dated 28 July 2009.		

Dated this _____ day of _____ 2009.

Shareholder’s signature _____ (notes f, g and h)

Notes:

- (a) Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS** in Chinese and English as set out in the register of members of the Company. The names of all joint registered holders should be stated.
- (b) Please delete the inapplicable class and please insert the number of shares registered in your name(s) in which this proxy form relates in the space provided. If no number is inserted, this form of proxy will be deemed to relate to all shares in the share capital of the Company registered in your name(s) (whether alone or jointly with others).
- (c) A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the meeting as your proxy, please delete the words “the Chairman of the meeting or” and insert the name and address of the person to be appointed as your proxy in the space provided.
- (d) If you wish to vote for any of the resolutions set out above, please tick (“✓”) the appropriate box marked “For”. If you wish to vote against any of the resolutions, please tick (“✓”) the appropriate box marked “Against”. If the form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy is entitled to vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy is entitled, in relation to that particular proposed resolution, to vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out in the notice convening the meeting.
- (e) For the full text of each resolution, please refer to the accompanying notice of EGM of the Company.
- (f) In the case of joint registered holders of any shares, this form of proxy may be signed by any one joint registered holder, but if more than one joint registered holder is present at the meeting, whether in person or by proxy, that one of the joint registered holders whose name stands first on the register of members of the Company in respect of the relevant joint holding shall, to the exclusion of other joint holders, alone be entitled to vote in respect thereof.
- (g) This form of proxy must be signed by a shareholder, or his attorney duly authorised in writing. 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 of such power or authority must be deposited at the offices of the Company’s H share registrar for holders of H shares at Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong or to the Company’s registered address for holders of domestic shares at Zhejiang Glass Company, Limited, Yangxunqiao Township, Shaoxing County, Zhejiang Province, the PRC not later than 24 hours before the time appointed for the holding of the meeting or any adjourned meeting.
- (h) Any alteration made to this form should be initialled by the person who signs the form.
- (i) Complete and return of this form of proxy will not preclude you from attending and voting in person at the meeting or any adjournment thereof if you wish.