REPLY SLIP

To: Qingling Motors Co. Ltd (the "Company")

I/We[1] ____

of ____

(as shown in the register of shareholders) being the registered holder(s) of[2] ____________ shares of Rmb1.00 each in the capital of the Company, hereby inform the Company that I/we intend to attend (in person or by proxy) the **Extraordinary General Meeting** of the Company to be held at the Conference Hall, 1st Floor of Qingling Motors Co. Ltd Office Building, 1 Xiexing Cun, Zhongliangshan, Jiulongpo District, Chongqing, the People's Republic of China on Thursday, 15th June, 2006 at 10:30 a.m. (**or as soon as practicable immediately after the conclusion or adjournment of the Annual General Meeting of the Company convened at the same place and date at 10:00 a.m.**).

Date: ____________________, 2006

Signature(s): ____________________________

Notes:

1. Please insert full name(s) and address(es) (as shown in the register of shareholders) in block capitals.

2. Please insert the number and class of shares registered in your name(s).

3. In order to be valid, this completed and signed reply slip shall be delivered to the Company at its legal address at 1 Xiexing Cun, Zhongliangshan, Jiulongpo District, Chongqing, the People's Republic of China on or before Friday, 26th May, 2006. This reply slip may be delivered to the Company by hand, by post, by cable or by fax (at fax no. (86) 23-68830397).