Hisense 海信科龙

HISENSE KELON ELECTRICAL HOLDINGS COMPANY LIMITED

海信科龍電器股份有限公司

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

(Stock Code: 00921)

PROXY FORM FOR USE AT THE CLASS MEETING OF H SHAREHOLDERS TO BE HELD ON 31 AUGUST 2009

The number of H shares to which this proxy form relates: *(Note 1)* ____________________

I/We *(Note 2)* ____________________

of ____________________

being the registered holder(s) of ______________ H shares *(Note 3)* in Hisense Kelon Electrical Holdings Company Limited (the "Company"),

hereby appoint the chairman of the class meeting of H shareholders of the Company (the "CSM") or ____________________ *(Note 4)* as my/our proxy or proxies to attend and act for me/us and on my/our behalf at the CSM (or any adjournment thereof) to be held at the conference room of the Company's head office, No. 8, Ronggang Road, Ronggui Street, Shunde District, Foshan City, Guangdong Province, the People's Republic of China at 3:00 p.m. (or immediately after the conclusion or adjournment of the class meeting of A shareholders of the Company) on 31 August 2009, and to vote on the undermentioned resolutions as indicated. Failure to complete the boxes will entitle my/our proxy to vote at his/her discretion.

To consider and approve the following resolutions:

		Special Resolutions	FOR *(Note 5)*	AGAINST *(Note 5)*
1.	Resolution in relation to the non-public issue of Shares (A Shares) by the Company for acquiring assets			
	1.(a)	Method of issue		
	1.(b)	Type and nominal value of Shares to be issued		
	1.(c)	Assets to be acquired pursuant to the issue of Shares		
	1.(d)	Consideration for the assets to be acquired		
	1.(e)	Target subscriber and way of subscription		
	1.(f)	Issue price and pricing method		
	1.(g)	Number of A Shares to be issued		
	1.(h)	Adjustments to number of A Shares to be issued and issue price upon occurrence of "ex-right and ex-dividend" events prior to issue of the Consideration Shares		
	1.(i)	Lock up arrangement		
	1.(j)	Both existing and new Shareholders to be entitled to the accumulated undistributed profit of the Company before this issue		
	1.(k)	Term of resolution in respect of this issue		
2.	Resolution in relation to the Acquisition Agreement dated 29 June 2009 and the signature thereof			
3.	Resolution in relation to the (draft) report relating to the non-public issue of Shares (A Shares) by the Company for acquiring assets and connected transactions required by PRC law			
4.	Resolution in relation to the authorisation of the Board to deal with, in its absolute discretion, all matters relating to the Acquisition and the non-public allotment and issue of Consideration Shares			

Note: Shareholders should read the contents of the relevant resolutions contained in the notice of the CSM carefully before exercising your vote on the above resolutions.

Signed this ____________________ day of ____________________ Signature *(Note 6)*: ____________________

Notes:

1. Please fill in the number of H shares relevant to this proxy form. Failure to fill in the aforesaid number of shares will result in this proxy form being deemed to relate to all shares registered in your name(s).
2. Please insert full name(s) and address(es) in **BLOCK CAPITALS** as shown in the register of members of the Company.
3. Please insert the number of all the H shares in the Company registered in your name(s) and delete if appropriate.
4. If any proxy other than the chairman of the CSM is preferred, please strike out "the chairman of the class meeting of H shareholders of the Company" and insert the name and address of the proxy or proxies desired in the space provided. A shareholder is entitled to appoint any person(s) to be his/her proxy or proxies. The proxy or proxies does/do not need to be a shareholder of the Company. **Any alteration made to this form of proxy must be initialled by the person who signs it.**
5. **Important: If you wish to vote for any resolution, please place a "✓" in the box marked "FOR" provided for such resolution. If you wish to vote against any resolution, please place an "X" in the box marked "AGAINST" provided for such resolution.** Failure to complete either of the abovementioned boxes will entitle your proxy to cast your vote(s) or abstain at his or her discretion.
6. This form of proxy must be signed by you or your attorney duly authorised in writing or, if the appointor is a corporation, must be executed under its common seal or under the hand of an officer or attorney of the corporation duly authorised in writing.
7. To be valid, this form of proxy, together with any power of attorney or other document of authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the Company's branch share registrar in Hong Kong, Hong Kong Registrars Limited at Rooms 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for the holding of the CSM or any adjournment thereof (as the case may be).
8. Completion and delivery of this form of proxy will not preclude you from attending and voting at the CSM or any adjournment thereof should you so wish.