



CHINA PHOTAR ELECTRONICS GROUP LIMITED

中國豐達電子集團有限公司

(formerly known as "Vaso Digital International Holdings Limited")

(incorporated in the Cayman Islands with limited liability)

(Stock code: 8220)

FORM OF PROXY

This form of proxy is for use at the Annual General Meeting (the "AGM") of China Photar Electronics Group Limited (the "Company") to be held at Suite 5601, The Center, 99 Queen's Road Central, Hong Kong on Monday, 25th July, 2005 at 3:00 p.m.

I/We, (Note 1) _____ of _____ being the registered holder(s) of (Note 2) _____

shares of HK\$0.01 each in the capital of the Company, hereby appoint (Note 3) _____ or failing him, the Chairman of the AGM as my/our proxy to attend and vote for me/us and on my/our behalf at the AGM to be held at Suite 5601, The Center, 99 Queen's Road Central, Hong Kong on Monday, 25th July, 2005 at 3:00 p.m. and any adjournment thereof on the resolutions as indicated below:

	ORDINARY RESOLUTIONS	FOR (Note 4)	AGAINST (Note 4)
1.	To receive and adopt the audited financial statements and the reports of the Directors and the Auditors for the year ended 31st March, 2005.		
2.	(i) (a) To re-elect Mr. Lee Chun Piu as a Director.		
	(b) To re-elect Mr. Chen Jijin as a Director.		
	(c) To re-elect Ms. Huang Menghuai as a Director.		
	(d) To re-elect Mr. Liu Feng as a Director.		
	(e) To re-elect Ms. Guo Wen Hong as a Director.		
	(ii) To authorise the Board of Directors to fix the remuneration of the Directors.		
3.	To re-appoint Auditors and to authorise the Board of Directors to fix their remuneration.		
4.	To grant a general mandate to the Directors to issue shares.		
5.	To grant a general mandate to the Directors to repurchase shares.		
6.	To extend the general mandate to issue new shares by adding the number of shares repurchased.		

Dated this _____ day of _____ 2005. Shareholder's signature (Note 5) _____

Notes:

- (1) Full name(s) and address(es) to be inserted in BLOCK CAPITALS.
- (2) Please insert the number of shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- (3) Please insert the name of the proxy desired. If no name is inserted, the Chairman of the AGM will act as your proxy. Any alteration made to this form of proxy must be initialled by the person(s) who signs it. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM.
- (4) Please indicate with an (X) in the appropriate space beside each of the resolutions how you wish the proxy to vote on your behalf. Failure to complete any or all boxes will entitle your proxy to cast his votes on the relevant resolutions at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the AGM.
- (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 either under its common seal or under the hand of an officer or attorney duly authorised.
- (6) In the case of joint holders, the vote of the senior who tenders a vote whether in person or by proxy will be accepted to the exclusion of the votes of the other joint holders. For this purpose seniority is determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- (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 certified copy of such power or authority shall be deposited with the branch share registrar of the Company in Hong Kong, Tengis Limited at Ground Floor, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong, not less than 48 hours before the time appointed for the holding of the AGM or any adjourned meeting thereof.
- (8) A proxy need not be a member of the Company but must attend the AGM in person to represent you.