Photar

CHINA PHOTAR ELECTRONICS GROUP LIMITED

中國豐達電子集團有限公司

(incorporated in the Cayman Islands with limited liability)
(Stock Code: 8220)

PROXY FORM FOR EXTRAORDINARY GENERAL MEETING

I/We[1], ____

of ____

being the registered holder(s) of[2] ______________________ shares of HK$0.01 each in the capital of China Photar Electronics Group Limited (the "Company") hereby appoint the Chairman of the Meeting, or[3]

____

of ____

as my/our proxy/proxies to attend and vote for me/us and on my/our behalf at the Extraordinary General Meeting of the Company (and at any adjournment thereof) to be held at Suite 5601, The Center, 99 Queen's Road Central, Hong Kong on 26 May 2006 at 10:00 a.m. and to vote in respect of the following resolution as indicated and on any other business that may properly come before the Extraordinary General Meeting:

ORDINARY RESOLUTIONS	FOR[4]	AGAINST[4]
To appointed CCIF CPA Limited as the auditors of the Company for the year ended 31 March 2006 to fill the casual vacancy following the resignation of Messrs. HLB Hodgson Impey Cheng and to hold office until the close of the next Annual General Meeting at a fee to be agreed with the board of directors of the Company		

Dated ______________________ Signature[5][6][7][8] ______________________

(Full name in block capitals)

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) If you wish to appoint a proxy other than the Chairman of the Meeting, please strike out "the Chairman of the Meeting" and insert the name(s) and address(es) of the person(s) you wish to appoint in the space provided.

ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT. A proxy need not be a member of the Company but must be present in person to represent the member.

(4) **IMPORTANT:** If you wish to vote for any resolution, please indicate with an "x" in the appropriate space marked "For" beside the resolution. If you wish to vote against any resolution, please indicate with an "x" in the appropriate space marked "Against" beside the resolution. In the absence of any such indication, the proxy will vote for or against the resolution or will abstain 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 Meeting.

(5) In the case of joint Shareholders, the vote of the senior who renders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of other joint holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the Register of Members.

(6) The form of proxy must be signed by you or your attorney duly authorised in writing. In the case of a corporation, this form must be executed under seal or under the hand of an officer or attorney duly authorised.

(7) To be valid, this form of proxy together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof must be deposited at branch share registrar of the Company in Hong Kong, Tengis Limited at 26/F, Tesbury Center, 28 Queen's Road East, Hong Kong, Hong Kong as soon as possible and in any event no later than 48 hours before the time appointed for holding the Meeting or the adjourned Meeting.

(8) Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.