



# HAITIAN INTERNATIONAL HOLDINGS LIMITED

## 海天國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(stock code: 1882)

### Proxy Form for the Annual General Meeting to be held on 16 May 2012

I/We<sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the holder(s)<sup>(Note 2)</sup> of \_\_\_\_\_ shares of HK\$0.10 each of  
Haitian International Holdings Limited ("Company") hereby appoint the Chairman of the annual general meeting (the "Meeting") of the  
Company or \_\_\_\_\_  
of \_\_\_\_\_  
to act as my/our proxy<sup>(Note 3)</sup> at the Meeting to be held at 2/F, Conference Room, Haitian Garden, 1068 Jiangnan East Road, Beilun District,  
Ningbo, Zhejiang, China at 10:00 a.m. on 16 May 2012 and at any adjournment thereof and to vote on my/our behalf as directed below.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll<sup>(Note 4)</sup>.

|     | Ordinary Resolution   | For | Against |
|-----|---|-----|---------|
| 1.  | To receive and consider the consolidated audited financial statements of the Company and its subsidiaries and the reports of the directors and the auditors of the Company for the year ended 31 December 2011. |     |         |
| 2.  | To declare a final dividend of HK\$13.5 cents per share for the year ended 31 December 2011 and pay the relevant dividend from the share premium account or other available reserve(s) of the Company.          |     |         |
| 3.  | to re-elect Mr. Zhang Jianguo as director of the Company and to authorise the board of directors of the Company to fix his remuneration.  |     |         |
| 4.  | to re-elect Mr. Zhang Jianfeng as director of the Company and to authorise the board of directors of the Company to fix his remuneration.   |     |         |
| 5.  | to re-elect Mr. Liu Jianbo as director of the Company and to authorise the board of directors of the Company to fix his remuneration.   |     |         |
| 6.  | to re-elect Mr. Gao Xunxian as director of the Company and to authorise the board of directors of the Company to fix his remuneration.  |     |         |
| 7.  | to re-elect Dr. Steven Chow as director of the Company and to authorise the board of directors of the Company to fix his remuneration.  |     |         |
| 8.  | To re-elect Mr. Dai Guowah as director of the Company and to authorise the board of directors of the Company to fix his remuneration.   |     |         |
| 9.  | To re-elect Mr. Lou Bajjun as director of the Company and to authorise the board of directors of the Company to fix his remuneration.   |     |         |
| 10. | To authorise the board of directors of the Company to fix the remuneration of the Company's directors.  |     |         |
| 11. | To re-appoint PricewaterhouseCoopers as the Company's auditors and to authorise the board of directors of the Company to fix their remuneration.  |     |         |
| 12. | To grant a general mandate to the directors of the Company to allot, issue and deal with the Company's shares.  |     |         |
| 13. | To grant a general mandate to the directors of the Company to repurchase the Company's shares.  |     |         |
| 14. | To add the nominal value of the shares repurchased by the Company to the mandate granted to the directors of the Company under resolution no. 12.   |     |         |

Date: \_\_\_\_\_

Shareholder's signature: \_\_\_\_\_ (Note 5, 6, 7, 8 and 9)

#### Notes:

- Full name(s) and address(es) are to be inserted in BLOCK CAPITALS.
- 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 capital of the Company registered in your name(s).
- 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 annual general meeting ("Meeting") of the Company or" and insert the name and address of the person appointed as your proxy in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick ("✓") the boxes marked "For". If you wish to vote against any resolutions, please tick ("✓") the boxes marked "Against". If the form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will 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 will, in relation to that particular proposed resolution, 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.
- In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the Meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its Common Seal or under the hand of an officer or attorney so authorised.
- 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 Hong Kong share registrar, Computershare Hong Kong Investor Services Limited at Rooms 1806-1807, 18/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 48 hours before the time of the Meeting or any adjourned meeting.
- Any alteration made to this form should be initialed by the person who signs the form.
- Completion 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 so wish.