



# China Data Broadcasting Holdings Limited (中華數據廣播控股有限公司)\*

(Incorporated in Bermuda with limited liability)

(Stock Code: 8016)

## PROXY FORM FOR THE SPECIAL GENERAL MEETING

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>2</sup> \_\_\_\_\_  
shares of HK\$0.025 each in the capital of China Data Broadcasting Holdings Limited (the "Company")  
HEREBY APPOINT the Chairman of the meeting or<sup>3</sup> \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and vote for me/us at the Special General Meeting of the Company, to be held at 10:30 a.m. on 9 January, 2008 at Unit 3701, 37/F., West Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong and at any adjournment thereof and to vote for me/us and in my/our name(s) in respect of the following resolution as indicated below and if no indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION	FOR <sup>4</sup>	AGAINST <sup>4</sup>
To appoint Messrs. SHINEWING (HK) CPA Limited. as the auditors of the Company and its subsidiaries to fill the casual vacancy and to hold office until the conclusion of the next annual general meeting of the Company and the board of directors of the Company be authorized to fix their remuneration.		

Signature<sup>5</sup> \_\_\_\_\_

Dated \_\_\_\_\_

### 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 any proxy other than the Chairman of the meeting is preferred, strike out the words "the Chairman of the meeting or" and insert the name and address of the proxy desired in the space provided. Any shareholder may appoint one or more proxies to attend and, on a poll, vote instead of him. A proxy need not be a shareholder of the Company.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTION, TICK IN THE BOX MARKED "AGAINST"**. Failure to tick a box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than that those referred to above.
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 executed either under its common seal or under the hand of an officer or attorney duly authorized.
6. Where there are joint registered holders of any share, any one of such persons may vote at the meeting, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting, in person or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
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 notorially certified copy of such power or authority must be completed and lodged with the Company's Hong Kong branch share registrar, Hong Kong Registrars Limited of 46th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for the holding of the meeting or any adjournment meeting.
8. Attendants should bear their own traveling, accommodation and other expenses.

\* For identification purpose only