



中國高速傳動設備集團有限公司*
China High Speed Transmission Equipment Group Co., Ltd.

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 658)

**FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING
TO BE HELD ON 15 January 2010**

I/We^(Note 1) _____

of _____

being the registered holder(s) of ^(Note 2) _____ shares of US\$0.01 each in the capital of the Company, hereby appoint ^(Note 3 & 4) _____

of _____

or failing him, the Chairman of the Meeting, as my/our proxy to attend the Extraordinary General Meeting (or at any adjournment thereof) of the Company (the "Meeting") to be held at Level 3, the Function Room, JW Marriott Hotel, 88 Queensway, Hong Kong at 9.30 a.m. on 15 January 2010 and vote on my/our behalf as directed below or, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION		For ^(Note 5)	Against ^(Note 5)
1.	To approve, confirm and ratify the Amended and Restated Equity Swap and the transactions contemplated thereunder, details of which are set out in the circular of the Company dated 24 December 2009 to the shareholders of the Company (the "Circular") (being Resolution No. 1 as set out in the Notice).		
SPECIAL RESOLUTION			
2.	To approve the Share Repurchase, details of which are set out in the Circular (being Resolution No. 2 as set out in the Notice).		

Date: _____

Signature^(Note 6): _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holder should be stated.
- Please insert the number of Shares registered in your name(s) to which this proxy relates. If no number is inserted, the proxy form will be deemed to relate to all Shares registered in your name(s).
- Any member entitled to attend and vote at the Meeting shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more Shares may appoint more than one proxy to represent him and vote on his behalf. A proxy need not be a member of the Company.
- Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PLACE A "√" IN THE RELEVANT BOX MARKED "FOR", IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A "√" IN THE RELEVANT BOX MARKED "AGAINST"**. Failure to complete either box will entitle your proxy to cast his 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 those referred to in the notice convening the Meeting.
- This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, this form of proxy must be under its common seal or under the hand of an officer or attorney duly authorised.
- If more than one of the joint registered holders be present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such Share(s) shall be accepted to the exclusion of the votes of the other joint registered holders.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or notarially certified copy of such power or authority must be deposited at the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, Rooms 1806-7, 18th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the Meeting or any adjournment thereof.
- The proxy need not be a member of the Company, but must attend the Meeting in person to represent you.
- Any alternations made in this form should be initialed by the person who signs it.

* For identification purpose only