



比亞迪電子(國際)有限公司
BYD ELECTRONIC (INTERNATIONAL) COMPANY LIMITED

(incorporated in Hong Kong under the Companies Ordinance with limited liability)

(Stock Code : 285)

Proxy Form for use at the Annual General Meeting (or any adjournment thereof)

I/We ^(Note 1) _____
of _____
being holder(s) of _____ ^(Note 2) shares of HK\$0.10 each in the capital of BYD ELECTRONIC (INTERNATIONAL) COMPANY LIMITED (the "Company") HEREBY APPOINT ^(Note 3) _____
of _____
or failing him ^(Note 3) _____
of _____
or failing him, THE CHAIRMAN OF THE MEETING as my/our proxy(ies) to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at the Conference Room of BYD Company Limited, No. 3001, Hengping Road, Pingshan, Longgang, Shenzhen, Guangdong Province, the People of Republic of China on Tuesday, 10 June, 2008 at 9:00 a.m. (or any adjournment thereof) and to vote at such meeting or any adjournment thereof in respect of the resolutions as hereunder indicated or, if no such indication is given, as my/our proxy(ies) thinks fit.

ORDINARY RESOLUTIONS	For ^(Note4)	Against ^(Note 4)
1. To receive and consider the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 31 December 2007;		
2. To declare a final dividend for the year ended 31 December 2007 of RMB0.15 per share of HK\$0.10 each in the capital of the Company;		
3. To re-elect Ms. Li Ke as a director of the Company and to authorize the board of directors of the Company to fix her remuneration;		
4. To re-elect Mr. Sun Yi-zao as a director of the Company and to authorize the board of directors of the Company to fix his remuneration;		
5. To re-elect Mr. Wu Jing-sheng as a director of the Company and to authorize the board of directors of the Company to fix his remuneration;		
6. To re-appoint auditors and to authorize the board of directors of the Company to fix their remuneration;		
7. To grant a general and unconditional mandate to the directors of the Company to allot, issue and otherwise deal with new shares of the Company not exceeding 20 per cent. of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution.		
8. To grant a general and unconditional mandate to the directors of the Company to repurchase the Company's own shares not exceeding 10 per cent. of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution.		
9. To extend the mandate granted under resolution No.7 by including the number of shares repurchased by the Company pursuant to resolution No.8.		

Dated this _____ day of _____ 2008. Signature(s) ^(Note 5) _____

Notes:

- Please insert the full name(s) and address(es) (as shown in the register of the members) in BLOCK CAPITALS.
- Please insert the number of all the shares in the Company registered in your name(s) and delete if inappropriate.
- 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. A proxy need not be a shareholder of the Company. ANY ALTERNATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST". Failure to tick or state the exact number of shares in any 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 referred to in the notice convening the meeting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under its common seal or under the hand of an officer or attorney or other person duly authorised.
- In the case of joint registered holders, 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 of the Company in respect of joint holding.
- To be valid, a proxy form, together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority must be lodged with the Company's share register in Hong Kong, Computershare Hong Kong Investor Services Limited at Rooms 1712 - 1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof; or in the case of a poll, at least 24 hours before the time appointed for the taking of the poll; and an instrument of proxy which is not deposited or delivered in a manner so permitted shall be invalid.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.