



**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 Extraordinary General Meeting  
to be held on 14 October 2011 at 10:00 a.m. (or any adjournment thereof)**

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being holder(s) of \_\_\_\_\_ <sup>(Note 2)</sup> shares of HK\$0.10 each in the capital of BYD ELECTRONIC  
(INTERNATIONAL) COMPANY LIMITED (the "Company") HEREBY APPOINT <sup>(Note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him <sup>(Note 3)</sup> \_\_\_\_\_  
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 Extraordinary General Meeting of the Company to be held at the Conference Room of BYD Company  
Limited at No. 3009, BYD Road, Pingshan, Shenzhen, the People's Republic of China on Friday, 14 October 2011 at  
10:00 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 RESOLUTION	For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>
To approve the provision of the Entrusted Loans by BYD Precision in a total principal amount of RMB1 billion to BYD through the Banks as entrusted lending agents.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2011. Signature(s) <sup>(Note 5)</sup> \_\_\_\_\_

*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 INITIALLED 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 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for holding the meeting or any adjournment thereof; 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.