



CHINA WIRELESS TECHNOLOGIES LIMITED

中國無線科技有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2369)

FORM OF PROXY

Form of proxy for use at the annual general meeting (the "AGM") of the shareholders of China Wireless Technologies Limited (the "Company") to be held at 3203, Admiralty Centre I, 18 Harcourt Road, Hong Kong on Friday, 26 May 2006 at 3:00 p.m. (and at any adjournment thereof)

I/We _____
of _____ (Note 1)

being the registered holder(s) of _____ (Note 2) share(s) of HK\$0.01 each (the "Share(s)")
in the share capital of the Company, HEREBY APPOINT _____ of
_____ (Note 3)

or failing him/her, the Chairman of the AGM, to act for me/us at my/our proxy (Note 4) at the AGM to be held at 3203, Admiralty Centre I, 18 Harcourt Road, Hong Kong on Friday, 26 May 2006 at 3:00 p.m. (and at any adjournment thereof) for the purpose of considering and, if thought fit, passing the resolutions set out in the notice convening the AGM and at the said meeting (and at any adjournment thereof) to vote for me/us and on my/our behalf in respect of the said resolutions as hereinunder indicated or, if no such indication is given, as my/our proxy thinks fit and to exercise all rights conferred on proxies under law, regulation and the articles of association of the Company.

		FOR ^(Note 5)	AGAINST ^(Note 5)
ORDINARY RESOLUTIONS^(Note 6)			
1.	To receive and consider the audited Financial Statements and the Reports of the Directors and Auditors for the year ended 31 December 2005.		
2.	To declare a final dividend.		
3.(A)(i)	To appoint Mr. Yang Xianzu as an independent non-executive director ("director") (Please refer to the bibliography of Mr. Yang Xianzu as set out in Appendix III of the circular of the Company dated 28 April 2006.).		
3.(A)(ii)	To re-elect Mr. Guo Deying as an executive Director. (Please refer to the bibliography of Mr. Guo Deying as set out in Appendix III of the circular of the Company dated 28 April 2006.).		
3.(A)(iii)	To re-elect Mr. Jiang Chao as an executive Director. (Please refer to the bibliography of Mr. Jiang Chao as set out in Appendix III of the circular of the Company dated 28 April 2006.).		
3.(A)(iv)	To re-elect Ms Yang Xiao a non-executive Director. (Please refer to the bibliography of Ms Yang Xiao as set out in Appendix III of the circular of the Company dated 28 April 2006.).		
3.(B)	To authorise the board ("Board") of Directors to fix the remuneration of the Directors appointed and re-elected under 3(A) above.		
4.	To re-appoint auditors and to authorise the Board to fix the remuneration of the auditors.		

5.	To approve the refreshment of the 10% general limit on grant of options under the share option scheme(s) of the Company.		
6.	To approve the grant of general mandate to the Directors to repurchase the shares ("Shares") of the Company up to 10%.		
7.	To approve the grant of general mandate to the Directors to issue new Shares up to 20%.		
8.	To approve the extension of the general mandate to the Directors to issue additional Shares up to the number of Shares repurchased by the Company.		
SPECIAL RESOLUTION ^(Note 6)			
9.	To approve the proposed amendment to the articles of association of the Company. (Please refer to the full text of the proposed amendment as set out in resolution No.8 in the Notice of AGM dated 28 April 2006.)		

Dated: _____

Signature: _____ ^(Note 7)

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of Share(s) registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the Share(s) registered in your name(s).
3. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE AGM WILL ACT AS YOUR PROXY. ANY ALTERATION MADE IN THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.** A proxy need not be a shareholder of the Company but must attend the AGM in person to represent you.
4. A member entitled to vote at the AGM is entitled to appoint one or, if he holds two or more shares, more proxies to attend and vote on his behalf in accordance with the Company's articles of association.
5. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PUT A TICK ("√") IN THE BOX MARKED "FOR" BESIDE THE RESOLUTION. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PUT A TICK ("√") IN THE BOX MARKED "AGAINST" BESIDE THE RESOLUTION.** Failure to complete any or all of the boxes will entitle your proxy to cast your vote at his/her discretion.
6. Special Resolution shall be passed by an affirmative vote of not less than three-fourths of the Company's total voting shares held by the shareholders who are present at the same meeting (including proxies). Ordinary Resolution shall be passed by an affirmative vote of more than half of the Company's total voting shares held by the shareholders who are present at the same meeting (including proxies).
7. 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 either executed under its common seal or under the hand of an officer or attorney duly authorised on that corporation's behalf.
8. Where they are joint registered holders of any Share(s), any one of such persons may vote at the AGM, either in person or by proxy, in respect of such Share(s) as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the AGM in person or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Share(s) shall alone be entitled to vote in respect thereof.
9. In order 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 certified copy thereof, must be deposited at the branch share registrar and transfer office of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof (as the case may be).
10. Completion and delivery of this form of proxy will not preclude you from attending and voting at the AGM or any adjournment thereof (as the case may be) if you so wish. If you attend and vote at the AGM, the authority of your proxy will be revoked.