

Hisense 海信科龙
HISENSE KELON ELECTRICAL HOLDINGS COMPANY LIMITED
海信科龍電器股份有限公司
(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 00921)

**PROXY FORM FOR USE AT THE EXTRAORDINARY
GENERAL MEETING TO BE HELD ON 28 DECEMBER 2015**

The number of H shares to which this proxy form relates: *(Note 1)* _____

I/We *(Note 2)* _____

of _____

being the registered holder(s) of _____ H shares *(Note 3)* in Hisense Kelon Electrical Holdings

Company Limited (the "Company"), hereby appoint the chairman of the EGM of the Company or _____ *(Note 4)* as my/our proxy or proxies to attend, and to vote for me/us and on my/our behalf at the second 2015 extraordinary general meeting (or any adjournment thereof) (the "EGM") to be held at the conference room of the Company's head office, No. 8 Ronggang Road, Ronggui, Shunde District, Foshan City, Guangdong Province, the People's Republic of China at 3:00 p.m. on 28 December 2015 (Monday) on the following resolutions as indicated. Failure to complete the boxes will entitle my/our proxy or proxies to vote at his/her discretion:

ORDINARY RESOLUTIONS	FOR <i>(Note 5)</i>	AGAINST <i>(Note 5)</i>	ABSTAIN <i>(Note 5)</i>
1. To approve the Business Co-operation Framework Agreement dated 10 November 2015 entered into between the Company, Hisense Company Limited (海信集團有限公司) and Hisense Electric Co., Ltd. (青島海信電器股份有限公司), the continuing connected transactions contemplated thereunder and the relevant annual caps;			
2. To approve the Business Framework Agreement 1 dated 10 November 2015 entered into between the Company and Qingdao Hisense Hitachi Air-Conditioning Systems Co., Ltd. (青島海信日立空調系統有限公司), the continuing connected transactions contemplated thereunder and the relevant annual caps;			
3. To approve the Business Framework Agreement 2 dated 10 November 2015 entered into between the Company and Hisense Whirlpool (Zhejiang) Electric Appliances Co., Ltd. (海信惠而浦(浙江)電器有限公司), the continuing connected transactions contemplated thereunder and the relevant annual caps;			
4. To approve the Financial Services Agreement dated 10 November 2015 entered into between the Company and Hisense Finance Co., Ltd. (海信集團財務有限公司), the major transaction and the continuing connected transactions contemplated thereunder and the relevant annual caps;			
5. To approve the Purchase Financing Agency Framework Agreement dated 10 November 2015 entered into between the Company and Hisense (Hong Kong) Company Limited, the continuing connected transactions contemplated thereunder and the relevant annual cap;			
6. To approve the external guarantees proposed to be provided by the Company for its subsidiaries;			
7. To consider and approve the election of Mr. Wang Zhi Gang as an executive director of the ninth session of the board of directors of the Company and to fix the level of his remuneration; and			
8. To consider and approve the election of Mr. Yang Qing as a shareholder representative supervisor of the ninth session of the supervisory committee of the Company and to fix the level of his remuneration.			

Signed this _____ of _____

Signature *(Note 6)*: _____

Notes:

1. Please insert the number of H shares to which this proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all shares registered in your name(s).
2. Please insert full name(s) and address(es) in **BLOCK CAPITALS** as shown in the register of members of the Company.
3. Please insert the number of all the H shares in the Company registered in your name(s) and delete as appropriate.
4. If any proxy other than the chairman is preferred, please strike out "the chairman of the EGM of the Company" and insert the name(s) and address(es) of the proxy or proxies desired in the space provided. A shareholder is entitled to appoint one or more person(s) to be his/her proxy or proxies. A proxy may or may not be a shareholder of the Company. **Any alteration made to this form of proxy must be initiated by the person who signs it.**
5. **Important: If you wish to vote for any resolution, please place a "✓" in the box marked "FOR". If you wish to vote against any resolution, please place a "X" in the box marked "AGAINST". If you wish to abstain from voting, please place a "X" in the box marked "ABSTAIN".** Any abstain vote will be counted in the calculation of the required majority. Failure to complete either of the above mentioned boxes will entitle your proxy to cast your vote(s) at his or her discretion. Unless you have instructed otherwise, your proxy will also be entitled to vote or abstain at his or her discretion on any resolution properly put to the EGM other than those referred to in the notice convening the EGM.
6. This form of proxy must be signed by you or your attorney duly authorised in writing or, if the appointor is a corporation, the form of proxy must be executed under its common seal or under the hand of an officer or attorney of the corporation duly authorised in writing.
7. Where there are joint registered holders of any share, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders is present at the EGM, personally or by proxy, then one of the persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
8. 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 notarially certified copy thereof, must be deposited with the Company's branch share registrar in Hong Kong, Hong Kong Registrars Limited at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 24 hours before the time appointed for holding of the EGM or any adjournment thereof (as the case may be).
9. Completion and delivery of this form of proxy will not preclude you from attending and voting at the EGM or any adjournment thereof should you so wish.