



MOBILE TELECOM NETWORK (HOLDINGS) LIMITED
流動電訊網絡(控股)有限公司*

(Incorporated in the Cayman Islands with limited liability)
 (Stock Code: 8266)

Form of Proxy for 2004 Annual General Meeting

I/We¹, _____
 of _____
 being the registered holder(s) of² _____ shares (the "Shares") of US\$0.01 (equivalent to HK\$0.078) each in the capital of Mobile Telecom Network (Holdings) Limited (the "Company"), hereby appoint the Chairman of the Meeting, or³ _____
 of _____
 as my/our proxy to attend the 2004 Annual General Meeting (the "Meeting") (or any adjournment thereof) of the Company to be held at Room 3401, 34th Floor, China Resources Building, 26 Harbour Road, Wan Chai, Hong Kong on Wednesday, 28 July 2004 at 11:00 a.m. and vote for me/us and on my/our behalf in respect of the following resolutions as indicated, and, if no such indication is given, as my/our proxy thinks fit and on any other business that may properly come before the Meeting in such manner as he/she thinks fit:

Ordinary Resolutions		For ⁴	Against ⁴
1	To receive and consider the audited financial statements and the reports of the directors and auditors of the Company for the year ended 31 March 2004		
2	(a) To re-elect Mr. Jeffery Matthew Bistrong as independent non-executive director of the Company		
	(b) To re-elect Mr. Charles George St. John Reed as independent non-executive director of the Company		
	(c) To authorise the board of directors (the "Board") of the Company to fix the directors' remuneration		
3	To re-appoint Ting Ho Kwan & Chan as auditors of the Company and to authorise the Board to fix their remuneration		
4	(a) To approve a general mandate to the directors to allot, issue and deal with the new shares of the Company (the "Issue Mandate") as set out in resolution no. 4(A) in the notice convening the Meeting (the "Notice")		
	(b) To approve a general mandate to the directors to repurchase shares of the Company (the "Repurchase Mandate") as set out in resolution no. 4(B) in the Notice		
	(c) Conditional upon the passing of resolutions nos. 4(A) and 4(B), to approve the addition to the Issue Mandate of an amount representing the aggregate nominal amount of the share capital as represented by the shares repurchased by the Company under the Repurchase Mandate as set out in resolution no. 4(C) in the Notice		
Special Resolutions			
5	To approve the amendment to the memorandum and articles of association of the Company as set out in resolution no. 5 in the Notice		

Signature⁵ _____

Dated this _____ day of _____ 2004

Notes:
 1. Full name(s) and address(es) to be issued in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.

- Please insert the number of Shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the Shares registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, strike out "the Chairman of the Meeting" and insert the name(s) and address(es) of the persons you wish to appoint in the space provided. **ANY ALTERNATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
- Please indicate with a "✓" in the space opposite to each of the resolutions how you wish the proxy to vote on your behalf. In the absence of any such indication, the proxy may vote for or against the resolutions or may abstain 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.
- 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 executed either under its common seal or under the hand of any officer or attorney or other person duly authorised.
- To be valid, you are requested to lodge this form, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Securities Limited, Room 1901-5, 19th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time fixed for holding the Meeting or any adjourned Meeting.
- In the case of joint 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 the other joint holder(s), and for his purpose seniority shall be determined by the order in which the names stand in the register of members.
- The proxy need not be a shareholder of the Company but must attend the Meeting in person to represent you.
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish. If you attend and vote at the Meeting, the authority of your proxy will be revoked.

* for identification purposes only