



APT SATELLITE HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)
(Stock code: 1045)

FORM OF PROXY FOR USE AT THE SPECIAL GENERAL MEETING TO BE HELD ON 17 DECEMBER 2009

I/We¹ _____
of _____
being the registered holder(s) of _____ shares² of HK\$0.10 each in the capital of APT Satellite Holdings Limited (the "Company") HEREBY APPOINT³ the Chairman of the Meeting or _____ of _____ as my/our proxy to attend, act and vote for me/us and on my/our behalf at the abovementioned Special General Meeting of the Company and at any adjournment thereof on the resolutions set out in the Notice convening the Meeting as indicated hereunder⁴.

Ordinary Resolutions		For ⁴	Against ⁴
1.	To pass the ordinary resolution number 1 as set out in the Notice convening the special general meeting to (a) approve, confirm and ratify the Launch Services Contract entered into on 8 November 2009 between APT Satellite Company Limited, a wholly-owned subsidiary of the Company and China Great Wall Industry Corporation in respect of APSTAR 7 Satellite (a copy of the Launch Services Contract has been produced to the meeting and marked "A" and signed by the chairman of the meeting for identification purposes) and the transactions contemplated thereunder, details of which are set out in the circular headed "Major and Connected Transaction" of the Company dated 27 November 2009 (a copy of which has been produced to the meeting and marked "B" and signed by the chairman of the meeting for identification purposes); and (b) authorize the directors of the Company or any one of the directors of the Company to do all such further acts and things and sign, seal, execute, perfect and deliver all such documents and take all such actions which in their absolute discretion consider necessary, desirable or expedient to implement and/or give full effect to the Launch Services Contract and the transactions contemplated thereunder.		
2.	To pass the ordinary resolution number 2 as set out in the Notice convening the special general meeting to (a) approve, confirm and ratify the Transponder Service Master Agreement entered into on 10 November 2009 between the Company and 中國衛星通信集團公司 (China Satellite Communications Corporation) (a copy of the Transponder Service Master Agreement has been produced to the meeting and marked "C" and signed by the chairman of the meeting for identification purposes) and the transactions contemplated thereunder, details of which are set out in the circular headed "Continuing Connected Transactions" of the Company dated 27 November 2009 (the "Circular") (a copy of which has been produced to the meeting and marked "D" and signed by the chairman of the meeting for identification purposes); (b) approve the proposed Caps (as defined in the Circular) referred to in the section headed "Proposed Caps" in the "Letter from the Board" contained in the Circular; and (c) authorize the directors of the Company or any one of the directors of the Company to do all such further acts and things and sign, seal, execute, perfect and deliver all such documents and take all such actions which in their absolute discretion consider necessary, desirable or expedient to implement and/or give full effect to the Transponder Service Master Agreement referred to in (a) above and the transactions contemplated thereunder and the proposed Caps referred to in (b) above.		

Dated this _____ day of _____ 2009. Signature(s)⁵ _____

Notes:

1. Full name(s) and the address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares in the Company registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
3. If any proxy other than the Chairman is preferred, strike out "the Chairman of the Meeting" and insert the name and address of the proxy desired in the space provided. A member may appoint one or (if holding two or more shares) more proxies to attend and vote in his stead. A proxy need not be a member of the Company. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: If you wish to vote FOR or AGAINST any resolution, put an "X" in the appropriate box.** If you do not indicate how you wish your proxy to vote, your proxy will exercise his discretion whether to vote for or against the resolutions or to abstain from voting. 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 convening the Meeting.
5. This form of proxy must be signed under the hand of the appointor or his attorney duly authorised in writing or in the case of a corporation, must be either under seal or under the hand of an officer duly authorised on that behalf.
6. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or other authority, must be deposited with the Company's branch share registrars in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for the Meeting or adjourned meeting (as the case may be).
7. In the case of joint holders of any share, any one of such persons may vote either personally or by proxy in respect of such share, provided that if more than one of such joint holders are present at the Meeting personally or by proxy, only the person whose name stands first in the Register of Members is entitled to vote in respect thereof.
8. Completion and delivery of the form of proxy will not preclude you from attending and voting at the Special General Meeting if you so wish.