



HAO TIAN RESOURCES GROUP LIMITED

昊天能源集團有限公司

(formerly known as “Winbox International (Holdings) Limited 永保時國際(控股)有限公司”)

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00474)

Second Form of Proxy for Annual General Meeting

I/We¹, _____
of _____
being holder(s) of² _____ shares of HK\$0.05 each in the capital of HAO TIAN
RESOURCES GROUP LIMITED (the “Company”) hereby appoint³ the Chairman of the meeting or _____
_____ of _____
_____ as my/our proxy to attend and vote for me/us and on my/our
behalf at the Annual General Meeting of the Company to be held at The Seminar Room, Level 3, The Executive Centre, Three Pacific Place, 1 Queen’s Road East, Hong Kong on Monday,
27 September 2010, at 11:30 a.m. or at any adjournment thereof in respect of the resolutions set out in the notice convening the said meeting as hereunder indicated, and, if no such
indication is given, as my/our proxy thinks fit:

	RESOLUTIONS	FOR ⁴	AGAINST ⁴
1.	To adopt the audited financial statements of the Company and the reports of the directors and auditor for the year ended 31 March 2010.		
2.	(1) To re-elect Mr. Fung Ka Pun as director.		
	(2) To re-elect Mr. Ng Cheuk Fan, Keith as director.		
	(3) To re-elect Mr. Mak Yiu Tong as director.		
	(4) To re-elect Mr. Ma Lishan as director.		
	(5) To re-elect Dr. Tam Hok Lam, Tommy, J.P. as director.		
	(6) To re-elect Mr. Zhu Yongguang as director.		
	(7) To re-elect Mr. Chan William as director.		
	(8) To authorise the remuneration committee of the Company to fix the directors’ remuneration.		
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as auditor of the Company and to authorise the board of directors to fix their remuneration.		
4.	(A) To grant to the directors generally and unconditionally a mandate to allot, issue and deal with additional shares not exceeding 20% of the aggregate nominal amount of the share capital of the Company in issue as at the date of this resolution.		
	(B) To grant to the directors generally and unconditionally a mandate to repurchase the Company’s own shares not exceeding 10% of the aggregate nominal amount of the share capital of the Company in issue as at the date of this resolution.		
	(C) To include the nominal amount of the shares repurchased by the Company under Resolution No. 4(B) to the mandate granted to the directors under Resolution No. 4(A).		

Dated this _____ day of _____ 2010.

Signature(s)⁶ _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares registered in your name(s). If no number is inserted, this second form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
3. If any proxy other than the Chairman of the meeting is preferred, delete the words “the Chairman of the meeting or” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS SECOND FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK THE BOX MARKED “AGAINST”.** Failure to tick a box will entitle your proxy to cast 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 those referred to in the notice convening the meeting.
5. To be valid, this second 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 such power or authority, must be deposited at the Company’s branch share registrar and transfer office in Hong Kong: Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting (“the Closing Time”).
6. This second form of proxy must be signed by you or your attorney duly authorized 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 authorized.
7. Where there are joint registered holders of any share, any one of such persons may vote at the meeting, 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 meeting, personally or by proxy, then one of the said 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. The proxy need not be a member of the Company but must attend the meeting in person to represent you.
9. A holder of shares who has not yet lodged the first proxy form (which has been sent to the holders of shares of the Company on 30 July 2010) with the Company’s branch registrar in Hong Kong is requested to lodge this second proxy form only if he wishes to appoint proxies to attend the meeting on his behalf. In this case, the first proxy form should not be lodged with the Company’s branch registrar in Hong Kong.
10. A holder of shares who has already lodged the first proxy form with the Company’s branch registrar in Hong Kong should note that:
 - (i) If this second proxy form is not lodged with the Company’s branch registrar in Hong Kong, the first proxy form, if correctly completed, will be treated as a valid proxy form lodged by him. The proxy so appointed by the holder of shares will be entitled to vote at his discretion or abstain on any resolution properly put to the meeting other than those referred to in the notice of the Annual General Meeting and the first proxy form, including a resolution for re-election of directors set out in the circular issued by the Company on 30 July 2010 and the supplemental circular issued by the Company on 3 September 2010.
 - (ii) If this second proxy form is lodged with the Company’s branch registrar in Hong Kong before the Closing Time, this second proxy form, if correctly completed, will be treated as a valid proxy form lodged by the holder of shares and will revoke and supersede the first proxy form previously lodged by him.
 - (iii) If this second proxy form is lodged with the Company’s branch registrar in Hong Kong after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the second proxy form will be invalid and in the latter case, the validity of this second proxy form will be subject to the discretion of the board of directors of the Company. Whether or not this second proxy form is valid, it will revoke the first proxy form previously lodged by the holder of shares, and any vote that may be cast by the purported proxy appointed under the first proxy form will not be counted in any poll which may be taken on a proposed resolution. Accordingly, holders of shares are advised to complete this second proxy form carefully and lodge this second proxy form before the Closing Time. If such holders of shares wish to vote at the Annual General Meeting, they will have to attend in person and vote at the Annual General Meeting themselves.