



ASIA SATELLITE TELECOMMUNICATIONS HOLDINGS LIMITED

亞洲衛星控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1135)

**FORM OF PROXY FOR THE COURT MEETING
TO BE HELD ON 18 JULY 2012
AND ANY ADJOURNMENT THEREOF**

Form of proxy for use at the court meeting (and at any adjournment thereof) (the "Court Meeting") of the Scheme Shareholders (as defined in the scheme of arrangement dated 25 June 2012 as referred to in the notice convening the Court Meeting (the "Scheme")) of the shares of HK\$0.10 each in the issued share capital of Asia Satellite Telecommunications Holdings Limited (the "Company") convened by the direction of the Supreme Court of Bermuda.

IN THE SUPREME COURT OF BERMUDA

CIVIL JURISDICTION

(COMMERCIAL COURT)

2012: NO.222

IN THE MATTER OF ASIA SATELLITE TELECOMMUNICATIONS HOLDINGS LIMITED

AND

IN THE MATTER OF SECTION 99 OF THE COMPANIES ACT 1981 OF BERMUDA

I/We (Note 1) _____ of (Note 1) _____

being the registered holder(s) of (Note 2) _____

shares of HK\$0.10 each in the issued share capital of the Company HEREBY APPOINT the Chairman of the Court Meeting,

or _____

of _____

as my/our proxy (Note 3) to attend and vote for me/us and on my/our behalf at the Court Meeting convened at the direction of the Supreme Court of Bermuda of the Scheme Shareholders to be held at 19th Floor, Sunning Plaza, 10 Hysan Avenue, Causeway Bay, Hong Kong on Wednesday, 18 July 2012 at 9:30 a.m. (and at any adjournment thereof) for the purpose of considering and, if thought fit, approving (with or without modifications) the Scheme as set out in the notice convening the Court Meeting (the "Notice") and at the Court Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) for the Scheme (either with or without modifications, as my/our proxy may approve) or against the Scheme as indicated below or if no such indication is given, as my/our proxy thinks fit. My/our proxy will also be entitled to vote on any matter properly put to the Court Meeting in such manner as he thinks fit.

FOR the Scheme (Note 4)	AGAINST the Scheme (Note 4)

Dated this _____ day of _____ 2012 Signature (Note 5) _____

Notes:

- Please insert your full name(s) and address(es) 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 of the Company registered in your name(s).
- If any proxy other than the Chairman of the Court Meeting is preferred, delete the words "the Chairman of the Court Meeting" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.** The proxy need not be a shareholder of the Company but must attend the Court Meeting in person to represent you.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE SCHEME, PLEASE INDICATE WITH A '✓' IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE SCHEME, PLEASE INDICATE WITH A '✓' IN THE BOX MARKED "AGAINST".** In the absence of any such indication, the proxy is entitled to cast your vote or abstain at his discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Court Meeting and/or at any adjournment thereof other than those referred to in the Notice.
- This form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
- Where there are joint registered holders of any share of the Company, any one of such joint holders may vote at the Court Meeting, either in person or by proxy, in respect of such shares of the Company as if he/she was solely entitled thereto; but if more than one of such joint registered holders be present at the Court Meeting, either in person or by proxy, the most senior shall alone be entitled to vote in respect of the relevant joint holding and, for this purpose, seniority will be determined by reference to the order in which the names of the joint holders stand on the register of members of the Company in respect of the relevant joint holding.
- To be valid, this form of proxy must be completed, signed and deposited, together with any power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy of such power or authority, at the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Court Meeting or any adjourned meeting thereof (as the case may be).
- Completion and return of this form of proxy will not preclude you from attending and voting at the Court Meeting or any adjourned meeting thereof (as the case may be) if you so wish, and in such event, the form of proxy shall be deemed to be revoked.

* for identification purpose only