

PSi Technologies Holdings, Inc.
P R O X Y

Date

KNOW ALL MEN BY THESE PRESENTS:

I, the undersigned holder of American Depositary Receipts of PSi Technologies Holdings, Inc. ("ADR"), do hereby appoint, name and constitute **a duly authorized representative/s of the Bank of New York**, or in his absence, the President or the Corporate Secretary, in the order as enumerated, as my true and lawful proxy for me and in my name and stead, to attend the Annual Meeting of Stockholders of the Corporation on 18 August 2004 and at any adjournment(s) thereof, to vote the common stock equivalent of my ADR in the Corporation on all matters set forth in the agenda as I have expressly indicated by marking the same with an "X" or "√".

If no specific instruction is given, the common stock equivalent of my ADR will be voted FOR the election of the nominees for directorship whose names appear in this proxy form and FOR the approval of all matters the stockholders' approval of which is sought in the meeting. Moreover, this proxy shall confer discretionary authority to vote with respect to all matters incident to the conduct of the meeting.

I T E M	A C T I O N		
	FOR	AGAINST	ABSTAIN
1. To approve the minutes of June 25, 2003 Meeting of Stockholders			
2. To elect the following nominees as directors of the Company			
a. Mandakini Puri			
b. Brian A. Renaud			
c. Arthur J. Young, Jr.			
d. Patchara Samalapa			
e. Joseph R. Madrid			
f. William J. Meder			
g. Ramon del Rosario, Jr.			
h. Roberto de Ocampo			
i. Romeo L. Bernardo			
3. To appoint SGV & Co. and Ernst & Young as external auditors of the Company			
4. To approve the amendment to Section 1, Article II of the Corporate By-laws to change the date of the annual general meeting of stockholders from "any day in June" to "third Wednesday of August "of each year			
5. To authorize the Company to guarantee and/or act as surety with respect to any loans/obligations that any financial institution may extend to PSi Technologies, Inc. and/or PSi Technologies Laguna, Inc.			
6. To ratify all acts, contracts and resolution of Management and the Board of Directors since June 25, 2003			
7. Other Matters			

Other written instructions. (Please indicate item in agenda):

Printed Name of ADR Holder

Signature of ADR Holder
or Authorized Signatory of ADR Holder*

(*N.B. : Corporations, Partnerships and Associations must attach original certified resolutions or extracts thereof designating the authorized signatory/ies for the purpose of this Proxy.)

**ON OR BEFORE AUGUST 8, 2004, PLEASE DATE, SIGN AND RETURN PROXY TO THE CORPORATE SECRETARY
(c/o OFFICE OF MR. EDISON G. YAP, INVESTOR RELATIONS, PSI TECHNOLOGIES HOLDINGS, INC.,
FTI COMPLEX, ELECTRONICS AVENUE, TAGUIG, METRO MANILA, PHILIPPINES)**