



浙江展望股份有限公司

ZHEJIANG PROSPECT COMPANY LIMITED*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 08273)

PROXY FORM FOR THE ANNUAL GENERAL MEETING

The number of shares to which this proxy form relates ^(note 1)	
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I/We ^(note 2) _____ of _____ being the registered holder(s) of _____ Domestic Shares / _____ H Shares ^(note 3) in Zhejiang Prospect Company Limited* (the "Company") hereby appoint the Chairman of the 2016 Annual General Meeting of the Company (the "Meeting") / ^(note 4)

as my/our proxy(ies) to attend and vote for me/us and on my/our behalf at the Meeting to be held at the conference room of the Company, Zhanwang Village, Yangxunqiao Town, Keqiao District, Shaoxing City, Zhejiang Province, the People's Republic of China on Thursday, 19 May 2016 at 2:00 p.m. or at any adjournment thereof and to vote at such meeting or any adjournment thereof in respect of the resolution as hereunder indicated or, if no such indication is given, as my/our proxy(ies) thinks fit.

ORDINARY RESOLUTION ^(note 5)		For ^(note 6)	Against ^(note 6)
1.	To consider and approve the report of the board of directors (the "Directors") of the Company for the year ended 31 December 2016.		
2.	To consider and approve the audited financial statements and the report of the auditors of the Company for the year ended 31 December 2016.		
3.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2016.		
4.	To consider and approve the remuneration proposals for the Directors and supervisors (the "Supervisors") of the Company for the financial year ended 31 December 2017.		
5.	To consider and approve the election of Mr. Tang Jing Qi as a non-executive Director and the proposed remuneration and contractual term of his appointment.		
6.	To re-elect the following retiring Directors and approve the proposed remuneration and contractual terms of the concerned Directors:-		
	(a) Mr. Fei Guo Yang as an executive Director;		
	(b) Mr. Hong Guo Ding as an executive Director;		
	(c) Mr. Tang Cheng Fang as a non-executive Director;		
	(d) Mr. Ma Hong Ming as an independent non-executive Director;		
	(e) Mr. Wang He Rong as an independent non-executive Director; and		
	(f) Mr. Lu Guo Qing as an independent non-executive Director.		
7.	To re-elect the following retiring Supervisors and approve the proposed remuneration and contractual terms of the concerned Supervisors:-		
	(a) Mr. Feng Yun Lin as a Supervisor;		
	(b) Mr. Wang Zhong as an independent Supervisor; and		
	(c) Mr. Wang Ye Gang as an independent Supervisor.		
8.	To consider and approve the re-appointment of Crowe Horwath (HK) CPA Limited as the Company's auditors and to authorize the board of directors of the Company to fix their remuneration.		

Date: _____ 2017

Signature(s) ^(note 7) _____

Notes:

- Please insert the number of shares in the Company registered in your name(s) and to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- Please insert the full name(s) and address(es) (as shown in the register of the shareholders) in **BLOCK CAPITALS**.
- Please insert the number of all the shares in the Company registered in your name(s) and delete as appropriate.
- If any proxy other than the Chairman of the Meeting is preferred, delete the words "the Chairman of the 2016 Annual General Meeting of the Company (the "Meeting")/" and insert the name of the proxy desired in the space provided. A proxy need not be a shareholder of the Company. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- The description of this resolution is by way of summary only. The full text appears in the notice of the Meeting.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE PLACE A "✓" IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE PLACE A "✗" IN THE BOX MARKED "AGAINST".** Failure to tick either box will entitle your proxy to cast your vote at his discretion.
- This form of proxy must be signed by you or your attorney duly authorised 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 authorised.
- If the form of proxy of a shareholder is signed by any person other than the holder, the power of attorney or other authority should be notarially certified. To be valid, notarially certified copy of the power of attorney or other authority, together with the form of proxy, must be deposited by hand or post, for holders of H Shares of the Company at the H shares registrar of the Company at Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong and, for holders of domestic shares of the Company, to the legal address of the Company (Zhanwang Village, Yangxunqiao Town, Keqiao District, Shaoxing City, Zhejiang Province, the People's Republic of China) not less than 24 hours before the time for holding the Meeting or not less than 24 hours before the time appointed for taking the poll.
- Completion and return of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish. In the event that you attend the Meeting after having lodged this form of proxy as indicated above, this form of proxy will be deemed to have been revoked.

* For identification purposes only