



本人(等)/公司
I/We, _____

居/位於
of _____ being the registered holder(s)

乃
of _____ (see note 2.) share(s) of HK\$5.00 each in Wing Lung Bank Limited hereby appoint the

茲委託大會主席(見附註3.)
Chairman of the Meeting (see note 3.) _____

若其不克出席則改由
or failing him _____ 居於
of _____

代表本人(等)/公司在該銀行於二〇〇五年四月二十三日(星期六)上午十時三十分在香港德輔道中四十五號總行二十一樓召開之股東年會及任何有關之延期召開會議中投票。
as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Bank to be held on the 21st Floor, Wing Lung Bank Building, 45 Des Voeux Road Central, Hong Kong on Saturday, 23 April 2005 at 10:30 am and at any adjournment thereof.

本人(等)/公司意欲此委任代表書對有關議案依照以下形式投票。
I/We wish this proxy to be used in connection with the undermentioned resolutions in the manner set out below.

日期：二〇〇五年 月 日 簽署：
Date: _____ 2005 Signature: _____

請於下列適當之空格內填上“✓”號，以表示台端欲代表人如何投票。倘無此項指示，則對於會議所討論之有關事項，代表人可隨其意願投票，或放棄投票。
Please indicate with a “✓” in the space below how you wish the proxy to vote. Unless so instructed, the proxy will at his discretion vote as he thinks fit or abstain from voting in relation to all business of the Meeting.

普通議案 ORDINARY RESOLUTIONS

- | | 贊成
for | 反對
against |
|--|--------------------------|--------------------------|
| 1. 接納二〇〇四年度之報告書及年結，並宣派末期股息。
To adopt the reports and accounts for 2004 and to declare a final dividend. | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. 選舉董事及訂定其袍金。
To elect Directors and to fix their fees. | | |
| a. 選舉鍾子森先生連任董事。
To re-elect Mr Che-shum CHUNG as Director. | <input type="checkbox"/> | <input type="checkbox"/> |
| b. 選舉伍步高博士連任董事。
To re-elect Dr Michael Po-ko WU as Director. | <input type="checkbox"/> | <input type="checkbox"/> |
| c. 選舉伍步剛博士連任董事。
To re-elect Dr Patrick Po-kong WU as Director. | <input type="checkbox"/> | <input type="checkbox"/> |
| d. 通過訂定董事袍金：董事長每年港幣十二萬元，副董事長每年港幣十萬元，董事每年港幣八萬元，董事而兼任審核委員會主席每年港幣十二萬元及董事而兼任審核委員會成員每年港幣十萬元。
To fix Directors' fees at HK\$120,000 pa for the Chairman, HK\$100,000 pa for the Vice-Chairman, HK\$80,000 pa for Director, HK\$120,000 pa for the Director who is concurrently Chairman of the Audit Committee and HK\$100,000 pa for the Directors who are concurrently member of the Audit Committee. | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. 聘請羅兵咸永道會計師事務所為本行核數師。
To appoint PricewaterhouseCoopers as Auditors of the Bank. | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. 授予董事會一般性權力，以發行不超過已發行股本百分之二十的新股。
To grant a general mandate to the Directors to issue additional shares not exceeding 20% of the issued share capital. | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. 授予董事會一般性權力，以購回不超過已發行股本百分之十的股份。
To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital. | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. 擴大於第4項授予董事會發行股份的一般性權力，准予增發相等於就第5項下已被購回股份數目的新股。
To extend the general mandate under item 4 hereof by increasing the number of shares permitted to be issued equivalent to the number of shares repurchased under item 5 hereof. | <input type="checkbox"/> | <input type="checkbox"/> |

特別議案 SPECIAL RESOLUTION

- | | | |
|---|--------------------------|--------------------------|
| 7. 修訂本行註冊章程。
To amend the Articles of Association of the Bank. | <input type="checkbox"/> | <input type="checkbox"/> |
|---|--------------------------|--------------------------|

附註 Notes

- 各股東有權委任代表人出席會議及投票，而該代表人毋須為本行股東。
Shareholders are entitled to appoint one or more proxies to attend and vote in their stead at the Meeting. A proxy need not also be a shareholder of the Bank.
- 請填寫以台端名義註冊之股份數目，凡未填寫清楚之委任代表書將被認為是代表所有以台端名義註冊之本行股份。
Please insert the number of shares registered in your name(s). If no number is inserted, this form will be deemed to relate to all the shares in the Bank registered in your name(s).
- 如股東擬委任另一人為代表，請劃去“大會主席”一欄，並在適當空位內填寫所委任代表人之姓名及地址。
If you wish to appoint as proxy another person, please delete “the Chairman of the Meeting” and insert the name and address of that other person you wish to appoint in the space provided.
- 此表格填妥後，最遲須於年會舉行前二十四小時送達香港德輔道中四十五號本行秘書收。
To be effective this proxy form must be duly completed and should reach the Secretary, Wing Lung Bank Limited, 45 Des Voeux Road Central, Hong Kong not less than 24 hours before the time for holding the Meeting.