



中國恒嘉融資租賃集團有限公司

CHINA EVER GRAND FINANCIAL LEASING GROUP CO., LTD.

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 379)

FORM OF PROXY

Form of proxy for use at the Annual General Meeting to be held at Plaza 3, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on Wednesday, 15 June 2016 at 11:00 a.m. and at any adjournment thereof.

I/We (note 1) _____
of _____

being the registered holder(s) of _____ shares (note 2) of HK\$0.01 each in the capital of the above-named Company,

HEREBY APPOINT THE CHAIRMAN OF THE MEETING or (note 3) _____
of _____

as my/our proxy to vote and act for me/us at the Annual General Meeting (the "Meeting") (and at an adjournment thereof) of the said Company to be held at Plaza 3, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on Wednesday, 15 June 2016 at 11:00 a.m. for the purpose of considering and, if though fit, passing the Resolutions set out in the Notice convening the said Meeting and at such Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the Resolutions as indicated below (note 4).

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive and adopt the audited consolidated financial statements and the reports of the directors and auditor for the year ended 31 December 2015		
2.	(a) To re-elect Mr. Lai Ka Fai as an executive director		
	(b) To re-elect Mr. Qiao Weibing as an executive director		
	(c) To re-elect Mr. Cheng Kwok Woo as a non-executive director		
	(d) To re-elect Mr. U Keng Tin as an independent non-executive director		
	(e) To authorise the board of directors of the Company to fix the directors' remuneration		
3.	To re-appoint HLB Hodgson Impey Cheng Limited as the Company's auditor and authorise the board of directors of the Company to fix their remuneration		
4.	To grant a general mandate to the directors to issue, allot and otherwise deal with the Company's securities		
5.	To grant a general mandate to the directors to repurchase the Company's shares		
6.	To extend the general mandate to the directors to issue the securities of the Company		

Dated this _____ day of _____ 2016 Shareholder's signature _____
(notes 5, 6, 7 and 8)

Notes:

- Full name(s) and address(es) are to be inserted in BLOCK CAPITALS.
- Please insert the number of shares registered in your name(s). 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).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words "the Chairman of the Meeting or" and insert the name and address of the person appointed proxy in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick ("✓") the boxes marked "For". If you wish to vote against any resolutions, please tick ("✓") the boxes marked "Against".** If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out in the notice convening the meeting.
- In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the meeting, whether in person or by proxy, that one of the joint holder whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its Common Seal or under the hand of an officer or attorney so authorised.
- To be valid, this form of proxy together with any 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 head office and principal place of business of the Company at Room 2203, 22/F., Kwan Chart Tower, 6 Tonnochy Road, Wanchai, Hong Kong not less than 48 hours before the time of the meeting or any adjourned meeting.
- Any alteration made to this form should be initialled by the person who signs the form.