



大昌行集團有限公司
DAH CHONG HONG HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 01828)

FORM OF PROXY
FOR THE GENERAL MEETING TO BE HELD ON THURSDAY, 19 DECEMBER 2019
(OR ANY ADJOURNMENT THEREOF)

I/We ^(Note 1) _____ of _____ being the registered holder(s) of _____ shares ^(Note 2) of Dah Chong Hong Holdings Limited (the "Company") **HEREBY APPOINT THE CHAIRMAN OF THE MEETING** or ^(Note 3) of _____ as my/our proxy to attend, act and vote for me/us and on my/our behalf at the general meeting of the Company (the "General Meeting") to be held at Salon 1-5 of JW Marriott Ballroom, Level 3, JW Marriott Hotel

Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Thursday, 19 December 2019 at 10:45 a.m. (or as soon as the court meeting, convened at the direction of the High Court of the Hong Kong Special Administrative Region for the same place and date, shall have been concluded or adjourned), and at any adjournment thereof, for the purpose of considering and, if thought fit, passing the special resolution as set out in the notice dated 2 December 2019 convening the General Meeting (the "Notice") and at the General Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolution as indicated below or if no such indication is given, as my/our proxy thinks fit.

Please indicate with a "✓" in the box below how you wish the proxy to vote on your behalf. ^(Notes 4 & 5)

SPECIAL RESOLUTION	For ^(Notes 4 & 5)	Against ^(Notes 4 & 5)
Subject to the approval of the scheme of arrangement (the "Scheme") between the Company and the holders of the Scheme Shares (as defined in the Notice), to approve (i) the reduction of the share capital of the Company by cancelling and extinguishing the Scheme Shares; (ii) the share capital of the Company be increased to its former amount by the creation of such number of new shares of the Company (the "Shares") as is equal to the number of Scheme Shares cancelled and extinguished; and (iii) the application by the Company of the credit arising in its books of account as a result of the reduction of capital in paying up in full the Shares to be created as aforesaid, which new Shares shall be allotted and issued, credited as fully paid, to Giant Path Limited, and to approve the listing of the Shares on The Stock Exchange of Hong Kong Limited be withdrawn subject to the Scheme taking effect and to authorize the directors of the Company to do all acts and things considered by them to be necessary or desirable in connection with the implementation of the Scheme and the reduction of capital.		

Dated this _____ day of _____ 2019

Signature(s) ^(Note 6) _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. 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 registered in your name(s).
3. If any proxy other than the Chairman is preferred, strike out "THE CHAIRMAN OF THE 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 INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTIONS, TICK ("✓") THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, TICK ("✓") THE APPROPRIATE BOX MARKED "AGAINST".** Failure to complete any or all the boxes will entitle your proxy to cast his/her votes at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the General Meeting other than that those referred to in the Notice convening the General Meeting. The Special Resolution will be voted upon by way of poll at the General Meeting.
5. The full text of the Special Resolution is set out in the Notice which is available on the website of the Company and sent to all shareholders on 2 December 2019.
6. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorized.
7. In the case of joint registered holders of any Share, the vote, whether in person or by proxy, of that person whose name stands first on the Register of Members of the Company in respect of such Share shall be accepted to the exclusion of the vote(s) of the other joint holder(s), and for this purpose.
8. In order to be valid, this form of proxy, together with the power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the Company's share registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong and received 48 hours before the time appointed for holding of the General Meeting or any adjournment thereof.
9. The proxy need not be a member of the Company.
10. Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the General Meeting if you so wish and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

PERSONAL INFORMATION COLLECTION STATEMENT

"Personal Data" in this form of proxy has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Cap 486 of the laws of Hong Kong ("PDPO"), which includes your and your proxy's name and address.

Your and your proxy's Personal Data provided in this form of proxy will be used in connection with processing your request for the appointment of a proxy to attend, act and vote on your behalf as directed above at the General Meeting. The supply of your and your proxy's Personal Data is on voluntary basis. However, we may not be able to process your request unless you provide us with your and your proxy's Personal Data.

Your and your proxy's Personal Data will be disclosed or transferred to the Company's share registrar and/or other companies or bodies for the purpose stated above, or when it is required to do so by law, for example, in response to a court order or a law enforcement agency's request, and will be retained for such period as may be necessary for our verification and record purpose.

By providing your proxy's Personal Data in this form of proxy, you should have obtained the express consent (which has not been withdrawn in writing) from your proxy in using his/her Personal Data provided in this form of proxy and that you have informed your proxy of the purpose for and the manner in which his/her Personal Data may be used.

You/your proxy have/has the right to request access to and/or correction of your/your proxy's Personal Data respectively in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your/your proxy's Personal Data should be in writing by the following means:

By mail to: Privacy Compliance Officer, Tricor Investor Services Limited, Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong.