



# WHARF

Established 1886

## THE WHARF (HOLDINGS) LIMITED (Incorporated in Hong Kong with limited liability) (Stock Code: 4)

### Form of Proxy for Annual General Meeting

I/We<sup>1</sup>, \_\_\_\_\_ of \_\_\_\_\_, being the registered holder(s) of \_\_\_\_\_ shares<sup>3</sup> in **The Wharf (Holdings) Limited** (the “Company”), hereby appoint the Chairman of the Meeting or<sup>4</sup> \_\_\_\_\_ of (address) \_\_\_\_\_ and (email address) \_\_\_\_\_,

as my/our proxy at the Annual General Meeting of the Company (the “AGM”) to be held on Thursday, 12 May 2022 at 11:15 a.m. as a hybrid meeting with 16th Floor, Ocean Centre, Harbour City, Canton Road, Kowloon, Hong Kong as the principal meeting place (the “Principal Meeting Place”), and at any adjournment thereof, and to vote on my/our behalf on the proposed resolutions in respect of the undermentioned matters as indicated below, or, if no such indication is given, as my/our proxy thinks fit:

		For <sup>5</sup>	Against <sup>5</sup>
1	To adopt the Financial Statements and the Reports of the Directors and Independent Auditor for the financial year ended 31 December 2021.		
2	(a) To re-elect Mr. Stephen Tin Hoi NG, a retiring Director, as a Director.		
	(b) To re-elect Mr. Kevin Chung Ying HUI, a retiring Director, as a Director.		
	(c) To re-elect Mr. Vincent Kang FANG, a retiring Director, as a Director.		
	(d) To re-elect Mr. Hans Michael JEBSEN, a retiring Director, as a Director.		
3	To re-appoint KPMG as Auditors of the Company and to authorise the Directors to fix their remuneration.		
4	To give a general mandate to the Directors for buy-back of shares by the Company. <sup>6</sup>		
5	To give a general mandate to the Directors for issue of shares. <sup>6</sup>		
6	To approve the addition of bought back shares to the share issue general mandate stated under Resolution No. 5. <sup>6</sup>		

I/We hereby acknowledge and confirm as follows:

- I/We am/are duly authorised by my/our proxy to provide his/her personal information (including the address and email address) above;
- the Company and its agents are authorised to send the login details to access the e-Meeting System to my/our proxy through the email address provided above. I/We understand that if no email address is provided, my/our proxy cannot attend and vote at the AGM electronically through the e-Meeting System;
- I/We have checked and ensured that all information provided in this proxy form is accurate and complete. Neither the Company nor its agents assume any obligation or liability whatsoever in respect of the accuracy or completeness of the information provided, or in connection with the transmission of the login details or any use of the login details for voting or otherwise;
- if I/we or my/our proxy cast my/our votes through the e-Meeting System, such votes are irrevocable once the voting session of the AGM ends; and
- if my/our proxy has not received the login details by email one day before the AGM, I/we understand that I/we should contact the Company’s Share Registrar (the “Share Registrar”), Tricor Tengis Limited, at (852) 2980 1333 or by email to is-enquiries@hk.tricorglobal.com for assistance.

Shareholder’s signature(s): \_\_\_\_\_ Proxy’s specimen signature: \_\_\_\_\_

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2022

**Notes:**

- Full name(s) and address(es) of the shareholder(s) completing this form should be inserted in **Block Capitals** in the space provided.
- A shareholder is entitled to appoint at his/her own choice, another person as his/her proxy. A proxy need not be a shareholder of the Company.
- Please insert the number of relevant shares to which this proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all the shares in the Company that are registered under your name(s).
- Please insert in **Block Capitals** the name(s), address(es) and email address(es) of the proxy or proxies desired in the space provided. **Any alteration to this proxy form must be initiated by the shareholder(s) who sign(s) it.** A corporation may execute a proxy form either under seal or under the hand of an officer or attorney duly authorised. **If no name is given, the Chairman of the Meeting will act as your proxy.**
- Important: if you wish your proxy to vote for a particular resolution, place a “✓” in the appropriate box under “For”. If you wish your proxy to vote against a particular resolution, place a “✓” in the appropriate box under “Against”. If this proxy form is returned to the Company without properly indicating how the proxy shall vote on any particular resolution, the proxy shall be entitled to exercise his/her discretion as to whether he/she votes in respect of the relevant resolution and if so how.**
- The full text of Resolutions 4 to 6 are set out in the Notice of AGM.
- To be valid, this proxy form must be completed and returned to the office of the Share Registrar, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy of that power of attorney or authority), not later than 11:15 a.m. on Tuesday, 10 May 2022, or in case of any adjournment thereof, not less than 48 hours (exclusive of any part of a day that is a public holiday) before the time appointed for the holding of such adjourned meeting. This proxy form sent electronically or by any other data transmission process will not be accepted.
- Given the special arrangements for the AGM set out in the circular of the Company dated 6 April 2022, **shareholders and their proxies are reminded not to physically attend the AGM. Any shareholder or proxy who attempts to physically attend the AGM will be denied entry to the Principal Meeting Place.** The Company encourages shareholders to attend and vote at the AGM electronically through the e-Meeting System in person or by proxy or appoint the Chairman of the Meeting as proxy to vote on the relevant resolutions at the AGM on their behalf.
- If your proxy has not received the login details by email one day before the AGM, you should contact the Share Registrar at (852) 2980 1333 or by email to is-enquiries@hk.tricorglobal.com for assistance.
- In the case of a joint registered holders of any share, this proxy form may be signed by any joint registered holder, and only ONE PAIR of log-in username and password will be provided to the joint holders. Any one of such joint holders may attend or vote in respect of such share(s) as if he/she/it was solely entitled thereto.

**Personal Information Collection Statement**

Your supply of the name(s) and other personal data of yourself and your proxy(ies) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and/or your voting instructions for the AGM of the Company (the “Purposes”). We may transfer such data provided by you to our Share Registrar and agent(s) for the Purposes or such other parties who are authorised by law to request the information. The data will be retained for such period as may be necessary for our verification and record purposes. You/your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance (Cap. 486 of the laws of Hong Kong) and any such request should be made in writing to the Personal Data Privacy Officer of Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong.