

## 萬科海外投資控股有限公司

## VANKE OVERSEAS INVESTMENT HOLDING COMPANY LIMITED

(Incorporated in the Cayman Islands with limited liability) (於開曼群島註冊成立之有限公司)

> (Stock code: 01036) (股份代號: 01036)

## PROXY FORM 代表委任表格

I/We, being the registered holder(s) in the capital of the Company, hereby appoint the Chairman of the meeting(Noor 2 and 3) or the proxy as specified below to act as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting (the "AGM") of the Company to be held at 22/F., United Centre, 95 Queensway, Hong Kong on Friday, Registered Holder(s) (Complete in ENGLISH BLOCK CAPITALS. The names of all joint holders should be stated.) 登記持有人(請用英文正楷填寫。所有職名特有人的姓名均應填寫。) Registered Name(\* 登記姓名(附註1) Registered Address<sup>(Note 5)</sup> 登記地址<sup>(附註5)</sup> Date (DD-MM-YYYY) 日期 Registered Shareholding 登記股份數目 Certificate No 股票號碼 Signature(Note 6) 祭 罢 (附註6) Proxy (Complete in ENGLISH BLOCK CAPITALS.) 代表(請以英文正楷填寫。) Full Name 姓名 Full Address 地址 No. of Shares<sup>(Note 7)</sup> 股份數目<sup>(附註7)</sup> Email Address 電郵地址 ORDINARY RESOLUTIONS 普通決議案 AGAINST 反對 FOR 贊成 To receive and consider the audited consolidated financial statements and the reports of the directors and the auditor of the Company for the year ended 31 December 2021. 省覽及考慮本公司截至二零二一年十二月三十一日止年度之經審核綜合財務報表、董事會報告及核數師報告。 To declare a final dividend of HK\$0.09 per share for the year ended 31 December 2021. 宣佈分派截至二零二一年十二月三十一日止年度的末期股息,每股港幣0.09元 2 3. To re-elect Mr. Sun Jia as an executive director. 重選孫嘉先生為執行董事。 To re-elect Ms. Que Dongwu as an executive director. 重選闕東武女士為執行董事。 4. To re-elect Ms. Zhou Yue as an executive director. 重選周悦女士為執行董事。 To re-elect Mr. Choi Fan Wai as an independent non-executive director. 重 選 蔡 奮 威 先 生 為 獨 立 非 執 行 董 事 。 6. To re-appoint KPMG as the Company's auditor for the financial year of 2022 and to authorise the board of directors of the Company to determine its remuneration. 續轉畢馬威會計師事務所為本公司二零二二財政年度之核數師,並授權本公司董事會釐定其酬金。 To grant a general mandate to the board of directors of the Company to allot and issue new shares of the Company.^ 授予本公司董事會一般授權以配發及發行本公司之新股份。^ 8. To grant a general mandate to the board of directors of the Company to exercise all powers of the Company to purchase its own shares. 个授予本公司董事會一般授權以行使本公司所有權力購回本身之股份。^ 9. To extend the general mandate granted to the board of directors of the Company pursuant to Resolution No. 8 above by an amount representing the aggregate nominal amount of shares in the capital of the Company purchased by the Company pursuant to the general 10. mandate granted under Resolution No. 9 above.^ 擴大根據上文第8項決議案授予本公司董事會之一般授權,方法為加入本公司根據上文第9項決議案獲授之一般授權所購回本公司股本中之股份總面值。^

<sup>\*</sup> Full text of the resolution is set out in the AGM Notice. \* 決議案全文載於股東週年大會通告。

- Please insert full name(s) in BLOCK CAPITALS as shown in the register of members of the Company. 請用正楷填上登記在本公司股東名冊上的全名。
- If you are a shareholder who is entitled to attend and vote at the AGM, you are entitled to appoint one or more proxies to attend instead of you and to vote on your behalf provided that each proxy is appointed to represent the respective number of shares held by you as specified in the relevant proxy form. A proxy need not be a shareholder of the Company, but must attend the AGM in person in order to represent
  - you. 如 関下有資格出席股東週年大會並在會上投票,則有權委派一位或以上代表代為出席會議並代表 関下投票,而每位受委派者分別代表於相關代表委任表格內指明的 関 下持有股份數目。受委代表毋須為本公司股東,惟須親自代表 關下出席股東调年大會。
- If a proxy other than the Chairman of the meeting is preferred, cross out the words "the Chairman of the meeting" and insert the full name(s) and address(es) of the proxy (or proxies) desired in the space provided. If no name is inserted, the Chairman of the meeting will act as your proxy. **Any changes should be initialed.**如欲委任大會主席以外的人士出任代表, 諦刪除「大會主席」等字, 並在適當空位上填上欲委任的代表的姓名及地址。倘無填上任何姓名, 大會主席將擔任 關下的受委代 表。本代表委任表格如有任何修改,必須由簽署人簡簽示可。
- If you return this proxy form without indicating as to how your proxy is to vote on any particular matter, the person appointed as your proxy will exercise his/her discretion as to whether he/she votes and, if so, how and, unless instructed otherwise, he/she may also vote or abstain from voting as he/she thinks fit on any other business (including amendments to resolutions) which may properly come before the AGM. 如 閣下並無在本代表委任表格上作出具體投票指示,獲委任為 閣下代表的人士可自行酌情決定是否投票及(倘投票)如何投票,而除另有指示外,該代表亦可自行酌情 就於股東週年大會上正式提早的任何其他事項(包括對決議案的修改)投票或放棄投票。
- Please insert full address(es) in BLOCK CAPITALS as shown in the register of members of the Company. 請用正楷填上登記在本公司股東名冊上的地址
- This proxy form must be signed and dated by the shareholder or his/her attorney duly authorised in writing. If the shareholder is a company, it should execute this proxy form under its common seal or by the signature(s) of (a) person(s) authorised to sign on its behalf. In case of joint shareholding, any one shareholder may sign this proxy form. The vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names whether in person of by proxy, shall be accepted to the exclusion of the version of the company in respect of the joint shareholding.

  本代表委任表格必須由 閣下或 閣下以書面正式授權人士簽署並註明日期。如殷東為一間公司,則本代表委任表格須加蓋法關印章或由公司正式授權人親筆簽署。如屬聯名殷東,任何一位聯名殷東均可簽署本代表委任表格。由較優先的聯名殷東所作出的表決,不論是親自或由代表作出的,須被接受為代表其餘聯名殷東的唯一表決。就
  - 此而言,股東的優先次序須按本公司股東名冊內與有關股份相關的聯名股東排名先後而定。
- Please insert the number of shares registered in your name(s); if no number is inserted, this proxy form will be deemed to relate to all shares in the capital of the Company registered in your name(s). 請填上以 閣下名義登記的股份數目。如未有填上股數,則本代表委任表格將被視為與全部以 閣下名義登記的本公司股份有關。
- In order to be valid, this proxy form must be completed and deposited at the Company's Share Registrar at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, at least 48 hours before the AGM (or the adjournment thereof). If this proxy form is signed under a power of attorney, the power of attorney or other authority relied on to sign it (or a copy which has been certified by a notary public) must be deposited at the Company's share registrar with this proxy form.

  本代表委任表格須於股東週年大會(或其任何續會)舉行時間48小時前填妥並交回本公司股份過戶登記處,地址為香港灣仔皇后大道東183號合和中心17M樓,方為有效。 偷若本代表委任表格乃經授權簽署,據以簽署表格的授權書或其他授權文件(或經由公證人簽署證明的副本),必須連同本代表委任表格送交本公司過戶登記處
- Completion and delivery of this proxy form will not preclude you from attending and voting in person at the AGM (and at any adjournment thereof) if you so wish. 填妥及交回本代表委任表格並不影響 閣下親自出席股東週年大會(及其任何續會)並於會上投票的權利。