



WINSON HOLDINGS HONG KONG LIMITED

永順控股香港有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6812)

FORM OF PROXY FOR 2022 ANNUAL GENERAL MEETING OR ANY ADJOURNMENT THEREOF

I/We ^I _____
of _____
being the registered holder(s) of _____
shares of HK\$0.01 each in the capital of Winson Holdings Hong Kong Limited (“Company”), HEREBY APPOINT ^{III} the Chairman of the Meeting
or _____
of _____
as my/our proxy to act for me/us at the annual general meeting (“Meeting”) of the Company to be held at United Conference Centre, 10/F, United Centre, 95 Queensway, Admiralty, Hong Kong on Tuesday, 2 August 2022 at 10:00 a.m. and at any adjournment thereof and vote for me/us and in my/our name(s) in respect of such resolutions as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS*		FOR ^{IV}	AGAINST ^{IV}
1	To receive and adopt the audited consolidated financial statements and the reports of the directors of the Company (“Directors” and each a “Director”) and the auditor of the Company for the year ended 31 March 2022.		
2	To declare a final dividend of HK1.473 cents per share of the Company for the year ended 31 March 2022.		
3	(a) To re-elect Mr. Sze Wai Lun as a Director.		
	(b) To re-elect Mr. Yuen Ching Bor Stephen as a Director.		
	(c) To re-elect Mr. Chung Koon Yan as a Director.		
	(d) To authorise the board of Directors (“Board”) to fix the remuneration of the Directors.		
4	To re-appoint BDO Limited as the auditor of the Company and to authorise the Board to fix its remuneration.		
5(A)	To grant a general mandate to the Directors to allot, issue and otherwise deal with the Company’s shares.		
5(B)	To grant a general mandate to the Directors to repurchase the Company’s shares.		
5(C)	To add the number of the Company’s shares repurchased by the Company to the mandate granted to the Directors under resolution numbered 5(A).		
SPECIAL RESOLUTION*		FOR ^{IV}	AGAINST ^{IV}
6	To approve the adoption of the amended and restated memorandum and articles of association of the Company and to authorise any Director or officer of the Company to do all things necessary to implement the adoption of the amended and restated memorandum and articles of association of the Company.		

* Full text of the above resolutions is set out in the notice of the Meeting dated 4 July 2022.

Dated the _____ day of _____ 2022 Shareholder’s signature ^V _____

Notes:

- I. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- II. Please insert the number of shares registered in your name(s) and to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- III. If any proxy other than the Chairman of the Meeting is preferred, strike out the words “the Chairman of the Meeting or” and insert the name and address of the proxy desired in the space provided. The proxy need not be a member of the Company but must attend the Meeting in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IV. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE BOX MARKED “AGAINST”.** Failure to tick either box as instructed will entitle your proxy to cast your vote or abstain from voting at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- V. This form of proxy must be signed by you or your attorney duly authorised 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 authorised to sign the same.
- VI. To be valid, this form of proxy, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof, must be lodged at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong, as soon as practicable but in any event by 10:00 a.m. on Sunday, 31 July 2022 or not less than 48 hours before the time appointed for holding of any adjourned meeting.
- VII. In case of joint holders of a share of the Company, any one of such persons may vote, either personally or by proxy, in respect of such share as if he/she/it is solely entitled thereto; but if more than one of such joint holders be present at the Meeting personally or by proxy, that one whose name stands first on the register of members of the Company in respect of such share will alone be entitled to vote in respect thereof.
- VIII. Completion and return of this form of proxy will not preclude you from attending and voting at the Meeting (or any adjournment thereof) if you so wish and in such case, the form of proxy previously submitted shall be deemed to be revoked.
- IX. In view of the Coronavirus Disease 2019 (“COVID-19”) pandemic, the Company will implement precautionary measures at the Meeting. Shareholders of the Company are advised to read page ii of the circular of the Company dated 4 July 2022 for details of the precautionary measures and monitor the development of COVID-19. Subject to the development of COVID-19, the Company may implement further changes and precautionary measures and may issue further announcement on such measures as appropriate.
- X. In light of the continuing risks posed by the COVID-19 pandemic, the Company strongly advises shareholders of the Company to appoint the Chairman of the Meeting as their proxy to vote on the relevant resolution(s) as an alternative to attending the Meeting in person.
- XI. Reference to time and dates in this form are to Hong Kong time and dates.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Meeting (the “Purposes”). We may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) and any such request should be in writing by mail to the Company/the Privacy Compliance Officer of Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong.