



CHINA-HONGKONG PHOTO PRODUCTS HOLDINGS LIMITED
中港照相器材集團有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 1123)

Number of shares to which this form of proxy relates (Note 1)	
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**FORM OF PROXY FOR THE ANNUAL GENERAL MEETING
TO BE HELD ON FRIDAY, 12 AUGUST 2022
(AND AT ANY ADJOURNMENT THEREOF)**

I/We (Note 2) _____
of _____
being the registered holder(s) of shares in the issued share capital of China-Hongkong Photo Products Holdings Limited (the "Company") hereby appoint the Chairman of the meeting (Note 3) or _____
of _____

as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the annual general meeting (the "AGM") of the Company for the year 2022 to be held at 8th Floor, Tsuen Wan Industrial Centre, 220-248 Texaco Road, Tsuen Wan, Hong Kong on Friday, 12 August 2022 at 10:00 a.m. (and at any adjournment thereof).

Please tick ("✓") the appropriate boxes to indicate how you wish your vote(s) to be cast (Note 4).

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive the audited consolidated financial statements of the Company and the reports of the Directors and auditors for the year ended 31 March 2022.		
2.	To declare a final dividend of 1 HK cent per ordinary share for the year ended 31 March 2022.		
3.	(a) To re-elect Mr. Sun Tao Hung Stanley as an Executive Director.		
	(b) To re-elect Ms. Chan Wai Kwan Rita as an Executive Director.		
	(c) To re-elect Mr. Li Ka Fai David as an Independent Non-executive Director.		
	(d) To authorize the Board of Directors to appoint additional Directors not exceeding twenty.		
	(e) To authorize the Board of Directors to fix the respective Directors' remuneration.		
4.	To re-appoint PricewaterhouseCoopers as auditors and to authorize the Board of Directors to fix their remuneration.		
5.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.		
6.	To grant a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.		
7.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.		
SPECIAL RESOLUTION		FOR	AGAINST
8.	To consider and, if thought fit, pass with or without amendments, the following resolution as a special resolution: "THAT: (a) the proposed amendments to the existing Bye-laws of the Company (the " Proposed Amendments "), the details of which are set out in Appendix III to the circular of the Company dated 15 July 2022, be and are hereby approved; (b) the new Bye-laws of the Company, which contain all the Proposed Amendments, a copy of which has been produced before the meeting and marked "A" and initialed by the chairman of the meeting for the purpose of identification, be and is hereby approved and adopted as the New Bye-laws of the Company (the " New Bye-laws ") in substitution for and to the exclusion of the existing Bye-laws of the Company with immediate effect; and (c) any one Director or company secretary of the Company be and is hereby authorized to do all things necessary on behalf of the Company to effect and record the adoption of the New Bye-laws and to attend to any necessary registration and filing for and on behalf of the Company." 		

Date: _____ 2022

Signature(s) (Note 5) _____

Notes:

- Please insert the number of shares 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).
- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- If any proxy other than the Chairman of the meeting is preferred, please strike out the words "the Chairman of the meeting or" and insert the name and address of the proxy desired in the space provided. Any shareholder of the Company entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and on a poll, vote instead of him/her/it. A proxy need not be a shareholder of the Company. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him/her/it. If no name is inserted, the Chairman of the meeting will act as your proxy.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK ("✓") THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK ("✓") THE BOX MARKED "AGAINST"**. If no direction is given, your proxy will vote or abstain at his discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
- This form of proxy must be signed by you or your attorney duly authorized in writing. In case of a corporation, the same must be either under its common seal or under the hand of an officer or attorney so authorized. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- In case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the Register of Members of the Company.
- In order 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 certified copy thereof, must be deposited at the Company's branch share registrar, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the AGM (i.e. not later than 10:00 a.m. on Wednesday, 10 August 2022 or the adjourned meeting (as the case may be)).
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the AGM or any adjournment thereof, as the case may be, if you so wish and in such case, the form of proxy shall be deemed to be revoked.
- The full text of the resolutions appears in the notice of the AGM is contained in the circular to the shareholders of the Company dated 15 July 2022.
- References to time and dates in this form of proxy 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 AGM of the Company (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 and any such request should be in writing by mail to Tricor Tengis Limited at the above address.