



KINGMAKER FOOTWEAR HOLDINGS LIMITED

信星鞋業集團有限公司*

(Incorporated in Bermuda with limited liability)
(Stock Code: 01170)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON FRIDAY, 26 AUGUST 2022 (OR ANY ADJOURNMENT THEREOF)

I/We ^(Note 1) _____
of _____
being the registered holder(s) of _____ shares ^(Note 2) of HK\$0.10
each in the share capital of Kingmaker Footwear Holdings Limited (the “Company”) HEREBY APPOINT THE CHAIRMAN OF THE MEETING ^(Note 3),
or _____
of _____
as my/our proxy to vote and act for me/us at the annual general meeting (the “Meeting”) (and at any adjournment thereof) of the Company to be held at Camomile Room, Lower Level 2, Kowloon Shangri-La Hotel, 64 Mody Road, Tsimshatsui, Kowloon, Hong Kong on Friday, 26 August 2022 at 11:00 a.m. for the purpose of considering and, if thought fit, passing the resolutions (the “Resolutions”) as set out in the notice convening the Meeting and at the Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the Resolutions as indicated below ^(Note 4).

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive and consider the audited financial statements of the Company and its subsidiaries for the year ended 31 March 2022 and the reports of the directors of the Company (the “Directors”) and of the auditors of the Company for the year ended 31 March 2022		
2.	To approve and declare the special final dividend for the year ended 31 March 2022		
3.	A. To re-elect Mr. Chen Yi Wu, Ares as Director		
	B. To re-elect Mr. Chan Ho Man, Daniel as Director		
	C. To re-elect Ms. Chan Mei Bo, Mabel as Director		
	D. To authorise the board of Directors to fix the remuneration of the Directors		
4.	To re-appoint Ernst & Young as auditors and to authorise the board of Directors to fix the remuneration of the auditors		
5.	To grant a general mandate to the Directors to repurchase shares of the Company		
6.	To grant a general mandate to the Directors to issue, allot and deal with shares of the Company		
7.	Conditional upon the passing of resolution nos. 5 and 6, to extend the general mandate granted to the Directors to issue, allot and deal with shares by the number of shares repurchased pursuant to the general mandate granted under resolution no. 5		
8.	To adopt the New Share Option Scheme		
SPECIAL RESOLUTION		FOR	AGAINST
9.	To approve the proposed amendments to the existing Bye-laws of the Company and to adopt the second amended and restated Bye-laws of the Company*		

Dated this _____ day of _____ 2022.

Signed _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting 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 INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED “AGAINST”.** Failure to complete any or all the boxes will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- 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 executed under its common seal or under the hand of an officer or attorney duly authorised.
- In the 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 the votes of the other holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members.
- 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 certified copy thereof must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong (on or after 15 August 2022: 17th Floor, Far East Finance Centre, No. 16 Harcourt Road, Hong Kong) not less than 48 hours before the time appointed (i.e. Wednesday, 24 August 2022 at 11:00 a.m.) for holding the Meeting.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the Meeting if you so wish. If you attend and vote at the Meeting, the authority of your proxy will be revoked.
- Full text of the resolution is set out in the notice convening the Meeting which is contained in the circular of the Company despatched to the shareholders of the Company together with this Form of Proxy.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your or 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 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 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. 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 and any such request should be in writing to the Company/Tricor Tengis Limited at the above address.

* For identification purposes only