

WAH WO HOLDINGS GROUP LIMITED

華和控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 9938)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON FRIDAY, 26 AUGUST 2022

I/We (note a), _____
of _____
being the registered holder(s) of (note b) _____ share of HK\$0.01 each (the "Shares") of WAH WO HOLDINGS GROUP LIMITED (the "Company") HEREBY APPOINT the chairman of the meeting (note c), or _____
of _____
to act as my/our proxy at the annual general meeting of the Company (the "Meeting") to be held at Units 5906–5912, 59/F, The Center, 99 Queen's Road Central, Hong Kong on Friday, 26 August 2022 at 10:00 a.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing the following resolutions as set out in the notice convening the meeting and at the meeting (or at any adjournment thereof) to vote for me/us in my/our name(s) in respect of the said resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		For (Note d)	Against (Note d)
1.	To receive and consider the audited consolidated financial statements and the reports of the directors (the "Directors") and the independent auditor of the Company and its subsidiaries for the year ended 31 March 2022.		
2.	(a) To re-elect Mr. Chan Fai as an executive Director.		
	(b) To re-elect Mr. Yu Chi Wing as an independent non-executive Director.		
	(c) To authorise the board of Directors (the "Board") to fix their remuneration.		
3.	To re-appoint RSM Hong Kong as the independent auditor of the Company and to authorise the Board to fix its remuneration.		
4.	To grant a general mandate to the Directors to allot, issue or deal with additional shares not exceeding 20% of the total number of issued shares of the Company as at the date of passing this Resolution.		
5.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the total number of issued shares of the Company as at the date of passing this Resolution.		
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares of the Company by adding the number of shares repurchased by the Company.		
SPECIAL RESOLUTION			
7.	To consider and approve the proposed amendments (the "Proposed Amendment") to the existing memorandum of association and existing articles of association of the Company and to adopt the second amended and restated memorandum of association and the second amended and restated articles of association of the Company in substitution for and the exclusion of, the existing memorandum of association and existing articles of association of the Company respectively.		

Signature (notes e, f, g and h) _____

Date: _____

Notes:

- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The name of all joint registered holders should be stated. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy or more than one proxy (for member holding two or more shares) to attend and, on a poll, vote in his/her stead. A proxy need not be a member of the Company.
- Please insert the number of shares registered in your name(s) to which the 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).
- 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.**
- 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".** Failure to do so will entitle your proxy to vote or abstain at he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- The 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 seal or under the hand of an officer or attorney so authorised.
- In the case of joint holders, any one of such holders may vote at the Meeting, either personally or by proxy, in respect of such Share as if he/she were solely entitled thereto; but if more than one of such holders be present at the Meeting personally or by proxy, that one of the said holders so present whose name stands first on the register of shareholders of the Company in respect of such Share shall alone be entitled to vote in respect thereof.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority must be deposited 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 (to be changed to 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong with effect from 15 August 2022), not later than 48 hours before the time of the Meeting or any adjournment thereof.
- Completion and delivery of this form of proxy will not preclude you from attending and voting in person at the Meeting or any adjournment thereof should you so wish and in such event, the form of proxy shall be deemed to be revoked.
- The description of each resolution herein is by way of summary only. The full text appears in the notice of the Meeting.

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 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 authorized 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 fulfill 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 the Company/Tricor Investor Services Limited at the above address.