



# 大中華控股(香港)有限公司 GREAT CHINA HOLDINGS (HONG KONG) LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 21)

## PROXY FORM

Form of proxy for use by members at the annual general meeting to be convened at 11:00 a.m. on Friday, 2 June 2023 at Mission 1, 4/F Hilton Shenzhen Futian, Tower B, Great China International Finance Centre, 1003 Shennan Road, Shenzhen, China (or any adjournment thereof) (“Meeting”)

I/We (note a) \_\_\_\_\_  
of \_\_\_\_\_  
being the holder(s) of \_\_\_\_\_  
(note b) shares of Great China Holdings (Hong Kong) Limited (“Company”) hereby appoint the chairman of the Meeting of the Company or (note c)  
of \_\_\_\_\_  
to act as my/our proxy at the Meeting to be held at 11:00 a.m. on Friday, 2 June 2023 at Mission 1, 4/F Hilton Shenzhen Futian, Tower B, Great China International Finance Centre, 1003 Shennan Road, Shenzhen, China at any adjournment thereof and to vote, on a poll, on my/our behalf as directed below.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll (note d).

| ORDINARY RESOLUTIONS |  | FOR | AGAINST |
|----------------------|--|-----|---------|
| 1.                   | To receive and consider the audited consolidated financial statements and the reports of the directors and the independent auditor of the Company for the year ended 31 December 2022. |     |         |
| 2.                   | To re-elect Mr. Cheng Hong Kei (who has served more than nine years) as an independent non-executive director of the Company.  |     |         |
| 3.                   | To re-elect Mr. Leung Kwan, Hermann (who has served more than nine years) as an independent non-executive director of the Company.   |     |         |
| 4.                   | To re-elect Mr. Li Xiaohua as a non-executive director of the Company.   |     |         |
| 5.                   | To appoint Mr. Wang Hongxin as an independent non-executive director of the Company.   |     |         |
| 6.                   | To authorise the board of directors to fix the remuneration of the directors of the Company.   |     |         |
| 7.                   | To reappoint Mazars CPA Limited as the auditor of the Company and to authorise the board of directors to fix the remuneration of the auditor.  |     |         |
| SPECIAL RESOLUTION   |  | FOR | AGAINST |
| 8.                   | To consider and approve the proposed amendments to the existing memorandum and articles of association of the Company and to adopt the new articles of association of the Company.     |     |         |
| ORDINARY RESOLUTIONS |  | FOR | AGAINST |
| 9.                   | To grant a general mandate to the directors of the Company to allot, issue and deal with the Company’s additional shares not exceeding 20% of the issued share capital of the Company. |     |         |
| 10.                  | To grant a general mandate to the directors of the Company to repurchase the Company’s shares up to 10% of the issued share capital of the Company.                                    |     |         |
| 11.                  | To extend the mandate granted to the directors of the Company to issue, allot and deal with shares by the number of shares repurchased.  |     |         |

Dated \_\_\_\_\_

Signature(s) \_\_\_\_\_ (notes e, f, g and h)

### Notes:

- Full name(s) and address(es) are 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). 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).
- A proxy need not be a member of the Company. If you wish to appoint a person other than the chairman of the Meeting as your proxy, please delete the words “the chairman of the Meeting of the Company or” and insert the name and address of the person appointed as your proxy in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick (“✓”) the boxes marked “For”. If you wish to vote against any resolutions, please tick (“✓”) the boxes marked “Against”. If the form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution(s) properly put to the meeting other than those set out in the notice convening the Meeting.
- In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The form of proxy must be signed by a member, or his attorney duly authorised in writing, or if the member is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- 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 notarially certified copy of such power or authority must be deposited at the offices of the Company’s share registrar in Hong Kong, Tricor Tengis Limited at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 48 hours before the time of the Meeting.
- Any alteration made to this form should be initialed by the person who signs the form.
- Completion and return of this form of proxy will not preclude a member from attending and voting in person at the Meeting.