

MOISELLE

MOISELLE INTERNATIONAL HOLDINGS LIMITED

慕詩國際集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 130)

PROXY FORM

I/We ^(Note 1) _____
of _____
being the registered holder(s) of _____ share(s) ^(Note 2) of HK\$0.01 each (the "Share") in the issued share capital of **MOISELLE INTERNATIONAL HOLDINGS LIMITED** (the "Company") hereby appoint the Chairman of the meeting, or failing him ^(Note 3) _____
of _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company to be held at Function Rooms 35B & 35C, Level 35, Two Pacific Place, No. 88 Queensway, Admiralty, Hong Kong, on 27 September 2023 at 3:00 p.m. (or at any adjournment thereof), in respect of the resolutions set out in the notice convening the said meeting as hereunder indicated, and if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		For ^(Note 4)	Against ^(Note 4)
1.	To receive, consider and adopt the directors' report of the Company, the audited consolidated financial statements and the independent auditor's report for the year ended 31 March 2023.		
2.	To re-elect Ms. Tsui How Kiu, Shirley, a retiring director of the Company ("Director"), as an executive Director.		
3.	To re-elect Mr. Chu Chun Kit, Sidney, a retiring independent non-executive Director who has served the Company for more than nineteen years, as an independent non-executive Director.		
4.	To re-elect Dr. Ng Lai Man, Carmen, a retiring independent non-executive Director, as an independent non-executive Director.		
5.	To authorise the board of directors of the Company to fix the remuneration of the Directors.		
6.	To re-appoint the auditors of the Company and to authorise the Directors to fix the remuneration of such auditors.		
7.	To grant a general mandate to the directors of the Company to buy back Shares not exceeding 10 per cent. of the total number of shares of the Company in issue as at the date of passing this resolution.		
8.	To grant a general mandate to the directors of the Company to allot, issue and deal with Shares not exceeding 20 per cent. of the total number of shares of the Company in issue as at the date of passing this resolution.		
9.	To include the amount of the Shares bought back by the Company under resolution no. 7 to the mandate granted to the directors of the Company under resolution no. 8.		
SPECIAL RESOLUTION		For ^(Note 4)	Against ^(Note 4)
10.	To approve the amendments to the memorandum and articles of association of the Company and to adopt the amended and restated memorandum and articles of association of the Company. [#]		

[#] Full text of the resolution is set out in the notice of the annual general meeting dated 27 July 2023.

Date: _____

Signed: ^(Note 5) _____

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). If no number is inserted, this form of proxy will be deemed to relate to all the Shares in the issued share capital of the Company registered in your name(s).
- If any proxy other than the Chairman of the meeting is preferred, delete "the Chairman of the meeting" and insert the name and address of the desired proxy in the space provided. (ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.)
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK THE BOX MARKED "AGAINST".** Failure to tick a box will entitle your proxy to cast your vote or abstain 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 or other person duly authorised.
- In the case of joint registered holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint registered holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding, the first named being the senior.
- 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 notarially certified copy of such power of attorney or authority, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for holding the meeting or any adjournment thereof.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the meeting if you so wish, in which case this form of proxy shall be deemed to be revoked.