

GIORDANO

GIORDANO INTERNATIONAL LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 709)

FORM OF PROXY FOR THE SPECIAL GENERAL MEETING TO BE HELD ON APRIL 3, 2024

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ shares of HK\$0.05 each in the
share capital of Giordano International Limited (the “Company”), **HEREBY APPOINT** ^(Note 3) **THE CHAIRMAN OF THE SPECIAL GENERAL
MEETING OF THE COMPANY** (the “Meeting”) or _____
of _____
as my/our proxy to act for me/us and on my/our behalf at the Meeting to be held at HKUST Business School Central, Room 1501-02, 15/F., Hong Kong Club
Building, 3A Chater Road, Central, Hong Kong on Wednesday, April 3, 2024 at 3:00 p.m., or at any adjournment thereof, for the purposes of considering and,
if thought fit, passing, with or without modifications, the proposed resolutions as set out in the notice convening the Meeting and at the Meeting or at any
adjournment thereof to vote for me/us and 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 4)	AGAINST ^(Note 4)
1.	To remove Mr. LAU Kwok Kuen, Peter from his position as a Director.		
2.	To appoint Mr. CURRIE, Colin Melville Kennedy as an Executive Director.		
3.	To appoint Ms. CHENG Chi-Man, Sonia as a Non-executive Director.		
4.	To appoint Mr. CHENG Chi Leong, Christopher as a Non-executive Director.		
5.	To appoint Mr. HUANG, Victor as an Independent Non-executive Director.		
6.	To request the Board to, forthwith following the conclusion of the Meeting, convene Board or Board committee meetings for the purpose of passing all necessary resolutions to remove or terminate Mr. LAU Kwok Kuen, Peter from his position as the Chief Executive of the Company and to appoint Mr. CURRIE, Colin Melville Kennedy (the proposed Executive Director) as the new Chief Executive of the Company with immediate effect or as soon as possible after the date of passing of the relevant resolutions.		
7.	To authorise any one or more of the Directors or the secretary of the Company to do all such acts and things and execute all such documents as he/she/they may consider necessary, desirable or expedient for the purpose of or in connection with, the implementation of and giving effect to the aforementioned resolutions and to attend to any necessary registration and/or filing for and on behalf of the Company.		

Dated this _____ day of _____ 2024

Signature(s) ^(Note 5) _____

Notes:

- Please insert full name(s) and address(es) in **BLOCK CAPITALS**. The names of all joint 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 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 SPECIAL GENERAL MEETING OF THE COMPANY** (the “Meeting”) or” and insert the full name and address of the proxy appointed 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 RESOLUTION, TICK IN THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK IN THE BOX MARKED “AGAINST”.** Failure to tick the box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any amendment of a resolution put to the Meeting.
- This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under its seal or under the hand of an officer or attorney duly authorized.
- 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 Branch Share Registrar**”), Tricor Abacus Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof (as the case may be).
- Where there are joint holders of any share of the Company, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders are present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
- Your proxy need not be a shareholder of the Company.
- Completion and deposit of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish. In the event that you, having lodged this form of proxy, attend the said Meeting, this form of proxy will be deemed to have been revoked.
- Please refer to the notice of the Meeting for the full text of the above proposed resolutions.

PERSONAL INFORMATION COLLECTION STATEMENT

- “Personal Data” in this statement has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“**PDPO**”).
- Your Personal Data is supplied to the Company on a voluntary basis. Failure to provide sufficient information may render the Company not able to process your instructions and/or request as stated in this Proxy Form.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, Hong Kong Branch Share Registrar and/or other companies or bodies for any of the stated purposes and retained for such period as may be necessary for verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing and sent to the Personal Data Privacy Officer of Tricor Abacus Limited.