



恒安國際集團有限公司

HENGAN INTERNATIONAL GROUP CO., LTD

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1044)

Websites: <http://www.hengan.com>

<http://www.irasia.com/listcol/hk/hengan>

Revised form of proxy for 2024 annual general meeting (or any adjournment thereof)

I/We ¹ _____
of _____
being the registered holder(s) of ² _____ shares with a par value of
HK\$0.10 each in the capital of abovenamed company (the "Company") HEREBY APPOINT³ the Chairman of the meeting, or

of _____
as my/our proxy to attend and vote for me/us and vote on my/our behalf at the said meeting of the Company to be held at 22/F United Centre, 95
Queensway, Hong Kong on Friday, 17 May 2024 at 9:30 a.m. (or at any adjournment thereof) (the "AGM") in respect of the resolutions set out in the
notice and supplemental notice convening the said meeting as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR ⁴	AGAINST ⁴
1.	To receive and consider the audited consolidated accounts and the reports of the directors and auditors for the year ended 31 December 2023		
2.	To declare a final dividend for the year ended 31 December 2023		
3.	To re-elect Mr. Hui Ching Lau as an executive director		
4.	To re-elect Mr. Xu Da Zuo as an executive director		
5.	To re-elect Mr. Sze Wong Kim as an executive director		
6.	To re-elect Mr. Xu Wenmo as an executive director		
7.	To re-elect Ms. Ada Ying Kay Wong as an independent non-executive director		
8.	To authorise the board of directors to fix the remuneration of the directors		
9.	To re-appoint auditors and to authorise the board of directors to fix their remuneration		
10.	To grant a general mandate to the board of directors to allot, issue and/or otherwise deal with additional shares (including any sale or transfer of treasury shares out of treasury)		
11.	To grant a general mandate to the board of directors to exercise all powers of the Company to purchase its own securities		
12.	To extend the general mandate granted to the board of directors pursuant to Resolution No. 10 above by an amount representing the aggregate nominal amount of shares in the capital of the Company purchased by the Company pursuant to the general mandate granted pursuant to Resolution No. 11 above		
SPECIAL RESOLUTION		FOR ⁴	AGAINST ⁴
13.	To approve the proposed amendments to the existing memorandum of association and articles of association of the Company ("Memorandum and Articles of Association") and to approve the adoption of the new memorandum of association and articles of association of the Company in substitution of and to the exclusion of the existing Memorandum and Articles of Association		

Signature(s) ⁵: _____

Date: _____

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 number of shares registered in your name(s). If no number is inserted, this revised form of proxy ("Revised 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, delete the words "the Chairman of the meeting, or" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS REVISED FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST".** Failure to tick a 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 resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- This revised form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under its common seal or under the hand of an officer or attorney or other person duly authorised.
- To be valid, this Revised 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 or authority must be deposited at the Company's branch share registrar (the "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 said meeting or at any adjournment thereof (the "Closing Time").
- If you have not yet lodged the form of proxy accompanying the circular of the Company dated 12 April 2024 (the "Original Form of Proxy") with the Share Registrar, you are requested to lodge the Revised Form of Proxy if you wish to appoint proxy(ies) to attend, speak and vote at AGM on your behalf. In this case, the Original Form of Proxy should not be lodged with the Share Registrar.
- If you have already lodged the Original Form of Proxy with the Share Registrar, you should note that:
 - if no Revised Form of Proxy is lodged with the Share Registrar, the Original Form of Proxy, if correctly completed, will be treated as a valid form of proxy lodged by you. The proxy so appointed by you will be entitled to cast the vote at his/her discretion or to abstain from voting on any resolution properly put to the AGM except for those resolutions to which you have indicated your voting direction in the Original Form of Proxy;
 - if the Revised Form of Proxy is lodged with the Share Registrar before the Closing Time, the Revised Form of Proxy, if correctly completed, will revoke and supersede the Original Form of Proxy previously lodged by you. The Revised Form of Proxy will be treated as a valid form of proxy lodged by you; and
 - if the Revised Form of Proxy is lodged with the Share Registrar after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the Revised Form of Proxy will be invalid. The proxy so appointed by you under the Original Form of Proxy, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no Revised Form of Proxy was lodged with the Share Registrar.
- Where there are joint registered holders of any share, 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 be present at the meeting, personally or by proxy, that one of the said persons, so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
- A member entitled to attend and vote at the meeting may appoint one or more proxies (who must be an individual or individuals) to attend and vote in his stead. The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and delivery of this Revised Form of Proxy will not preclude you from attending and voting at the meeting and any adjournment thereof if you wish.