

## 萬科海外投資控股有限公司

## VANKE OVERSEAS INVESTMENT HOLDING COMPANY LIMITED

(Incorporated in the Cayman Islands with limited liability) (於開曼群島註冊成立之有限公司)

> (Stock code: 01036) (股份代號:01036)

## **PROXY FORM**

代表委任表格

I/We, being the registered holder(s to attend and vote for me/us and or on Friday, 14 June 2024 at 11:30 a Company.	n my/ a.m. a	our l	behal y adj	lf at jouri	the a	nnu t the	al ge ereof	and	al m	eeti	ng (t rcise	he ' all	"AG righ	M"	of onfe	the C	on j	pany	to l	be h	eld a	at 22 w, re	2/F. egu	, Un latio	nited on a	l Ce nd tl	ntre he A	, 95 Artic	Que les o	ensv	vay,	Hor	ıg Ko	ong		
I/We wish my/our proxy to vote as indicated below in respect of the resolution/resolutions to be proposed at the AGM (and at any adjournment thereof).  Please indicate how you wish your vote(s) to be cast by putting a "  "in the appropriate box next to the following resolution."  (Note 4)																																				
本人/吾等為本公司股本中的登記持有人,茲委任大會主席(開註: 海):或下列代表為本人/吾等的代表,代表本人/吾等出席 六月十四日(星期五)上午十一時三十分假座香港金鐘道95號統一中心22樓舉行的股東週年大會(「股東週年大會」)及其代												本:	公司	]訂)	於二	零	二四	年年																		
大會及其任何續會上代表本人/吾等投票及行使法律、法規及本公司組織章程細則賦予代表的一切權利。 本人/吾等希望本人/吾等的代表按以下指示就將於股東週年大會(及其任何續會)上提呈的決議案投票。													F4 []	r Ini	州具	<b>3</b> / 1	4E. 71	. /1/2.	<b>不</b> 四	7																
本人/吾等希望本人/吾等的 請於下列決議案旁邊的適當																7)上	提	呈 的	決	議条	投	票。														
Registered Holder(s) (Complete in	Registered Holder(s) (Complete in ENGLISH BLOCK CAPITALS. The names of all joint holders should be stated.) 登記持有人(請用英文正楷填寫。所有聯名持有人的姓名均應填寫。)																																			
Registered Name <sup>(Note 1)</sup> 登記姓名 <sup>(開註1)</sup>	ш																																	$\Box$		
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Registered Address <sup>(Note 5)</sup> 登記地址 <sup>(明正5)</sup>			i	i	i	i	i	ı	i	i	i	1	i	ı	i	i	ı			ı			i	i	ī	i	i	i	i	i	i	ı	i			
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Registered Shareholding		Certificate No. Date (DD-MM-YYYY) Sign										gna	ture	(Note	6)						ш															
Registered Shareholding Certificate No. Date (DD-MM-YYYY) Signatur									(附註)	6)																										
Proxy (Complete in ENGLISH BLO代表(請以英文正楷填寫。)	OCK	CAP	PITA	LS.)	)																															
Full Name	ш																																			
姓名	l i	- 1	1	1	1	ī	1	ı	ı	ı	ı	ı	ı	ı	ı	ı	ı	l	ı	l	ı	l	ı	ı	ı	ı	ī	ı	1	1	ı	ı	1	ı		
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No. of Shares(Note 7)							Er	 nail	Add	ress	+																							_		
股份數目(附註7)									地址		Ш		Ш		Ш		Ш		Ш	Ш	Ш		Ш		Ш		Ш				Ш	Ш		Ш		
ORDINARY RESOLUTIONS 普通決議案																													OR 費成			AGAINST 反對				
To receive and consider the audited consolidated financial statements and the reports of the directors and the auditor of the Company for the year ended 31 December 2023.													023.																							
2. To declare a final dividend of HK\$0.06 per share for the year ended 31 December 2023. 宣佈分派蔵至二零二三年十二月三十一日止年度的末期股息,毎股港幣0.06元。																																				
3. To re-elect Mr. Sun Jia as an executive director. 重選番嘉先生為執行董事。															T																					
4. To re-clect Ms. Yip Hoi Man as an executive director. 重選業凱雯女士為執行董事。															T																					
■ 医療無 英文 上 海 執 1 里 事。  To re-elect Ms. Han Huihua as a non-executive director. 重複韓 整 華 女 上 為 非 執 行 董 事。															T				T																	
6. To re-elect Mr. Zhang Anzhi as an independent non-executive director.																																				
重選張安志先生為獨立非執行董事。 7. To re-elect Mr. Choi Fan Wai as an independent non-executive director.															H																					
重選察奮威先生為獨立非執行董事。  8. To re-elect Mr. Ching Hiu Yuen as an independent non-executive director.														$\vdash$																						
重選程聽遠先生為獨立非執行董事。 9. To re-appoint KPM gas the Company's auditor for the financial year of 2024 and to authorise the board of directors of the Company to determine its remuneration														ion.	$\vdash$				$\vdash$			_														
續聘畢馬威會計師事務所為本公司二零二四財政年度之核數師,並授權本公司董事會釐定其酬金。  10. To grant a general mandate to the board of directors of the Company to allot and issue new shares of the Company.^															$\vdash$				$\vdash$																	
11. To grant a general mandate to the b	授予本公司董事會一般授權以配發及發行本公司之新股份。^  11. To grant a general mandate to the board of directors of the Company to exercise all powers of the Company to purchase its own shares.^															$\vdash$				-			_													
授予本公司董事會一般授權以行使本公司所有權力轉回本身之股份。^ 12. To extend the general mandate granted to the board of directors of the Company pursuant to Resolution No. 10 above by an amount representing the aggrega													gate	H							_															
nominal amount of shares in the capital of the Company purchased by the Company pursuant to the general mandate granted under Resolution No. 11 above.													可股			ion.				****																
SPECIAL RESOLUTION 特別決議案																													OR 費成				INST 對			
To approve and confirm the Proposecretary of the Company to do all secretary.	such ac	ets, de																																		
批准及確認建議修訂及新組	Memorandum and Articles of Association ^												闁及																							

<sup>^</sup> Full text of the resolution is set out in the AGM Notice. ^ 決議案全文載於股東週年大會通告。

Notes:

## 断註:

- Please insert full name(s) in **BLOCK CAPITALS** as shown in the register of members of the Company. 請用下槽堆上登記在本公司股東名冊上的全名。
- If you are a shareholder who is entitled to attend and vote at the AGM, you are entitled to appoint one or more proxies to attend instead of you and to vote on your behalf provided that each proxy is appointed to represent the respective number of shares held by you as specified in the relevant proxy form. A proxy need not be a shareholder of the Company, but must attend the AGM in person in order to represent you.
  - you. 如 閣下有資格出席股東週年大會並在會上投票,則有權委派一位或以上代表代為出席會議並代表 閣下投票,而每位受委派者分別代表於相關代表委任表格內指明的 閣 下持有股份數目。受委代表毋須為本公司股東,惟須親自代表 閣下出席股東週年大會。
- 3. If a proxy other than the Chairman of the meeting is preferred, cross out the words "the Chairman of the meeting" and insert the full name(s) and address(es) of the proxy (or proxies) desired in the space provided. If no name is inserted, the Chairman of the meeting will act as your proxy. Any changes should be initialed.

  如欲委任大會主席以外的人士出任代表,請刪除「大會主席」等字,並在適當空位上填上欲委任的代表的姓名及地址。倘無填上任何姓名,大會主席將擔任 關下的受委代表。本代表委任表格如有任何修改,必須由簽署人簡簽示可。
- 4. If you return this proxy form without indicating as to how your proxy is to vote on any particular matter, the person appointed as your proxy will exercise his/her discretion as to whether he/she votes and, if so, how and, unless instructed otherwise, he/she may also vote or abstain from voting as he/she thinks fit on any other business (including amendments to resolutions) which may properly come before the AGM. 如 関下並無在本代表委任表格上作出具體投票指示, 獲委任為 関下代表的人士可自行酌情決定是否投票及(倘投票)如何投票,而除另有指示外,該代表亦可自行酌情就於股東週年大會上正式提早的任何其他事項(包括對決議案的修改)投票或放棄投票。
- Please insert full address(es) in BLOCK CAPITALS as shown in the register of members of the Company. 請用正楷填上登記在本公司股東名冊上的地址。
- 6. This proxy form must be signed and dated by the shareholder or his/her attorney duly authorised in writing. If the shareholder is a company, it should execute this proxy form under its common seal or by the signature(s) of (a) person(s) authorised to sign on its behalf. In case of joint shareholding, any one shareholder may sign this proxy form. The vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
- 7. Please insert the number of shares registered in your name(s); if no number is inserted, this proxy form will be deemed to relate to all shares in the capital of the Company registered in your name(s). 請填上以 閣下名義登記的股份數目。如未有填上股數,則本代表委任表格將被視為與全部以 閣下名義登記的本公司股份有關。
- 8. In order to be valid, this proxy form must be completed and deposited at the Company's Share Registrar at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, at least 48 hours before the AGM (or the adjournment thereof). If this proxy form is signed under a power of attorney, the power of attorney or other authority relied on to sign it (or a copy which has been certified by a notary public) must be deposited at the Company's share registrar with this proxy form.

  本代表委任表格須於嚴東週年大會或其任何讀會)單行時間48小時前填妥並交回本公司股份過戶登記處,地址為香港灣仔皇后大道東183號合和中心17M樓,方為有效。
- 倘若本代表委任表格乃經授權簽署,據以簽署表格的授權書或其他授權文件(或經由公證人簽署證明的副本),必須連同本代表委任表格送交本公司過戶登記處 9. Completion and delivery of this proxy form will not preclude you from attending and voting in person at the AGM (and at any adjournment thereof) if you so wish. 填妥及交回本代表委任表格並不影響 關下親自出席股東週年大會(及其任何續會)並於會上投票的權利。