



MAN KING HOLDINGS LIMITED

萬景控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2193)

Proxy Form for Use at Annual General Meeting

I/We^(Note 1) _____
of _____
being the registered holder(s) of^(Note 2) _____ shares of HK\$0.01 each of Man King Holdings Limited (the “Company”)
hereby appoint the Chairman of the Meeting or^(Note 3) _____
of _____
as my/our proxy, to act for me/us and on my/our behalf at the annual general meeting of the Company to be held at Unit D, 10/F, Skyline Tower, 18 Tong Mi Road, Mongkok, Kowloon, Hong Kong on Wednesday, 28 August 2024 at 4:00 p.m. (the “Meeting”) and at any adjournment thereof in particular (but without limitation) of such meeting to vote for me/us and in my/our name(s) in respect of the resolutions set out in the notice convening the Meeting (the “Notice”) as indicated below or, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)
1	To receive and consider the audited consolidated accounts of the Company and the reports of the directors and of the independent auditor of the Company for the year ended 31 March 2024.		
2	To re-elect Mr. Lo Yuen Cheong as an executive director of the Company.		
3	To re-elect Ms. Chan Wai Ying as a non-executive director of the Company.		
4	To re-elect Prof. Lo Man Chi, JP as an independent non-executive director of the Company.		
5	To re-elect Mr. So Kei Wai as an independent non-executive director of the Company.		
6	To authorise the board of directors of the Company to fix the respective directors' remuneration.		
7	To re-appoint Messrs. PricewaterhouseCoopers as auditor of the Company and to authorise the board of directors to fix its remuneration.		
8	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares of the Company (including any sale or transfer of treasury shares of the Company) not exceeding 20% of the existing issued shares of the Company (excluding treasury shares) (ordinary resolution no. 8 of the Notice).		
9	To grant a general mandate to the directors of the Company to buy back shares of the Company not exceeding 10% of the existing issued shares of the Company (excluding treasury shares) (ordinary resolution no. 9 of the Notice).		
10	Conditional upon the passing of resolutions nos. 8 and 9, to extend the general mandate granted to the Directors to issue, allot and deal with additional shares by the number of shares in the capital of the Company bought back (ordinary resolution no. 10 of the Notice).		
SPECIAL RESOLUTION		FOR ^(Note 4)	AGAINST ^(Note 4)
11	(a) To adopt the proposed amendments to the existing memorandum of association and articles of association of the Company; (b) To adopt the new memorandum of association and articles of association of the Company in substitution for and to the exclusion of the existing memorandum of association and articles of association of the Company; and (c) To authorise any director or company secretary or registered office provider of the Company to do all such acts and things and execute all such documents and make all such arrangement as they shall, in their absolute discretion, deem necessary or expedient to give effect to the proposed amendments to the existing memorandum of association and articles of association of the Company and the proposed adoption of the new memorandum of association and articles of association of the Company.		

Dated this _____ day of _____ 2024

Signature^(Note 5) _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares registered in your name(s) to which this proxy form relates. If no number is inserted, this proxy form will be deemed to be related to all the shares of the Company registered in your name(s).
3. If any proxy other than the Chairman of the Meeting is preferred, strike out the words "the Chairman of the Meeting or" and insert the name and address of the proxy desired in the space provided. If no name is inserted, the Chairman of the Meeting will act as your proxy. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK ("✓") IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK ("✓") IN THE RELEVANT BOX MARKED "AGAINST".** Failure to tick ("✓") either box of a resolution will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the Meeting other than those referred to in the Notice.
5. This proxy form 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 duly authorised.
6. In order to be valid, the completed proxy form must be deposited at the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or authority, not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
7. Where there are joint registered holders of any share, any one of such holders may vote at the Meeting either personally or by proxy in respect of such share as if he/she/it were solely entitled thereto, but if more than one of such joint holders are present at the Meeting either personally or by proxy, that one of the said holders so present whose name stands first in the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
8. Any member entitled to attend and vote at the Meeting is entitled to appoint one or (if he/she/it is a holder of two or more shares) more than one proxies to attend and vote in his/her/its stead. A proxy need not be a member of the Company but must attend the Meeting in person to represent the member.
9. Completion and deposit of the proxy form will not preclude you from attending and voting at the Meeting if you so wish, and in such event, the proxy form shall be deemed to be revoked.
10. Please refer to the full text of Resolutions 1 to 11 as set out in the Notice.
11. Reference to time and dates in this proxy form are to Hong Kong time and dates.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Meeting of the Company (the "Purposes"). We may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorized by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company/Tricor Investor Services Limited at the above address.