

# WAH HA REALTY COMPANY LIMITED

## Proxy Form

I/We<sup>(1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered shareholder(s) of \_\_\_\_\_ shares<sup>(2)</sup> of HK\$0.65 each in the share capital of the Company, HEREBY APPOINT the Chairman of the meeting<sup>(7)</sup> or<sup>(3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him \_\_\_\_\_  
of \_\_\_\_\_  
to act as my/our proxy at the Annual General Meeting of the Company to be held at Room 2500, Dominion Centre, 43-59 Queen's Road East, Wanchai, Hong Kong on Friday, 23 August 2002 at 12:00 noon and at any adjournment thereof and to vote on my/our behalf as directed below:

Please indicate with a "√" in the spaces provided how you wish your vote(s) to be cast. Should this form be returned duly signed, but without a specific direction, the proxy will vote or abstain at his discretion.

### RESOLUTIONS

#### ORDINARY BUSINESS

	For	Against	Abstain
1. To adopt the Accounts and Reports of the Directors and Auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare a final dividend.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. (A) To re-elect Mr. Cheung Kee Wee as Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(B) To re-elect Mr. John Ho as Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(C) To re-elect Mr. Ng Kwok Tung as Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(D) To fix the Directors' fees.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-appoint PricewaterhouseCoopers as Auditors of the Company and authorise the Board to fix their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

#### SPECIAL BUSINESS

5. (A) To grant a general mandate to the Directors to repurchase shares of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(B) To grant a general mandate to the Directors to issue shares not exceeding 20% of the existing share capital.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(C) To add repurchased shares to the general mandate to issue shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To amend the Company's Articles of Association.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Date: \_\_\_\_\_ Shareholder's Signature: \_\_\_\_\_

#### 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), if no number is inserted, this proxy form will be deemed to relate to all the shares in the Company, registered in your name(s).
- (3) Please insert the name and address of the proxy desired in the space provided. Any alteration made to this proxy form must be initialled by the member.
- (4) To be valid, this proxy form, together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be deposited at the Company's registered office at Room 2500, Dominion Centre, 43-59 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the meeting or any adjourned meeting.
- (5) In the case of joint holders any one of such holders may vote either in person or by proxy, but if more than one of such holders are present at the meeting in person or by proxy only the person whose name stands first in the Register of Members is entitled to vote.
- (6) This proxy form 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 duly authorised.
- (7) A member may appoint a proxy of his own choice. If such an appointment is made, delete the words "Chairman of the meeting", and insert the name(s) of the person(s) appointed proxy in the space provided.
- (8) The proxy need not be a member of the Company but must attend the meeting in person to represent you.