



HANNY HOLDINGS LIMITED

錦興集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 275)

PROXY FORM

Proxy form for use by shareholders at the annual general meeting (the "Meeting") to be held at Forum Room I, Basement 2, Regal Hongkong Hotel, 88 Yee Wo Street, Causeway Bay, Hong Kong on Friday, 4 September 2015 immediately after the conclusion of special general meeting of the Company (which is scheduled to be held at the same place on the same date at 10:30 a.m.) or any adjournment thereof

I/We¹ _____
of _____,

being the registered holder(s) of² _____ shares

(the "Shares") of HK\$0.02 each in the capital of Hanny Holdings Limited (the "Company"), HEREBY APPOINT^{3,4} the chairman of the Meeting, _____

or _____

of _____

as my/our proxy to attend for me/us at the Meeting (or any adjournment thereof) to be held at Forum Room I, Basement 2, Regal Hongkong Hotel, 88 Yee Wo Street, Causeway Bay, Hong Kong on Friday, 4 September 2015 immediately after the conclusion of special general meeting of the Company (which is scheduled to be held at the same place on the same date at 10:30 a.m.) for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting and at the Meeting (or 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 indication is given, as my/our proxy thinks fit.

		For ⁵	Against ⁵
1.	To consider and adopt the audited financial statements and the reports of the directors and the auditor for the year ended 31 March 2015.		
2.	To declare a final dividend of HK1 cent per share for the year ended 31 March 2015.		
3.	(a) To re-elect Dr. Yap Allan as a director.		
	(b) To re-elect Mr. Sin Chi Fai as a director.		
	(c) To authorise the directors to fix the remuneration.		
4.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and to authorise the directors to fix the remuneration.		
5.	To grant a general mandate to the directors to repurchase shares of the Company.		
6.	To grant a general mandate to the directors to issue new shares of the Company.		
7.	To extend the general mandate to issue new shares by adding the shares repurchased.		
8.	To approve the refreshment of the limit on the grant of options under the Share Option Scheme of the Company.		

Signature(s)⁶ _____

Date _____

Notes:

- Full name(s) and address(es) must be inserted in BLOCK CAPITALS.
- Please insert the number of Shares registered in your name(s) to which the proxy relates. If no number is inserted, this proxy form will be deemed to relate to all the Shares registered in your name(s).
- If any proxy other than the chairman is preferred, please strike out "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 PROXY FORM MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- Any member of the Company entitled to attend and vote at the Meeting is entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more Shares may appoint more than one proxy. A proxy need not be a member of the Company.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE BOX MARKED "AGAINST".** Failure to tick a box will entitle your proxy to cast your vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than that referred to in the notice convening the Meeting.
- The instrument appointing a proxy must be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed, or a certified copy of that power or authority, shall be deposited at the branch share registrar and transfer office of the Company in Hong Kong, **Tricor Secretaries Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong**, not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof, and in default the instrument of proxy shall not be treated as valid.
- 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.

* for identification purpose only