



珠光控股
ZHUGUANG HOLDINGS

ZHUGUANG HOLDINGS GROUP COMPANY LIMITED

珠光控股集團有限公司*
(incorporated in Bermuda with limited liability)
(stock code: 1176)

**PROXY FORM FOR USE AT ANNUAL GENERAL MEETING TO BE HELD ON WEDNESDAY,
29 JUNE 2016 (OR ANY ADJOURNMENT THEREOF)**

I/We ^(Note 1) _____
of _____
being the holder(s) of ^(Note 2) _____ shares
of HK\$0.10 each in the capital of Zhuguang Holdings Group Company Limited (the "Company"), **HEREBY APPOINT** ^(Note 3) the Chairman of
the Meeting or _____
of _____

to act as my/our proxy to attend the annual general meeting (the "Annual General Meeting") of the Company to be held at 3:00 p.m., on Wednesday, 29 June 2016 at Boardroom II, Level 5, Four Seasons Hotel Hong Kong, 8 Finance Street, Central, Hong Kong and at any adjournment thereof and vote for my/our behalf on the undermentioned resolutions as indicated below.

		For ^(Note 4)	Against ^(Note 4)
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditors of the Company for the year ended 31 December 2015		
2.	(i) To re-elect Mr. Chu Hing Tsung (alias Mr. Zhu Qing Yi) as an executive director of the Company		
	(ii) To re-elect Mr. Liao Tengjia as an executive director of the Company		
	(iii) To re-elect Ms. Ye Lixia as an executive director of the Company		
	(iv) To re-elect Dr. Feng Ke as an independent non-executive director of the Company		
	(v) To authorise the board of directors of the Company to fix remuneration of the directors of the Company		
3.	To re-appoint RSM Hong Kong as auditors of the Company and authorise the board of directors of the Company to fix their remuneration		
4.	(i) To pass the ordinary resolution numbered 4(i) set out in the notice of the Annual General Meeting		
	(ii) To pass the ordinary resolution numbered 4(ii) set out in the notice of the Annual General Meeting		
	(iii) To pass the ordinary resolution numbered 4(iii) set out in the notice of the Annual General Meeting		

Dated this _____ day of _____ 2016

Signature ^(Note 5): _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- 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).
- If any proxy other than the Chairman of the meeting is preferred, 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 INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
- Please indicate with a "✓" in the spaces opposite to the resolution how you wish the proxy to vote on your behalf. In the absence of any such indication, the proxy may vote for or against the resolution or may 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 those referred to in the notice convening the meeting.
- This proxy form must be signed by the appointer or his attorney duly authorised in writing or, in the case of a corporation, must be under its common seal or under the hand of an officer or attorney duly authorised.
- Where there are joint holders of any share, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members.
- A proxy need not be a member of the Company but must attend the meeting in person to represent the member.
- Completion and deposit of the proxy form will not preclude you from attending and voting at the meeting or adjourned meeting if you so wish.
- 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 Hong Kong branch share registrars, Tricon Abacus Limited, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time fixed for holding the meeting or any adjournment thereof.

* For identification purposes only