



众安房产
ZHONG AN REAL ESTATE

ZHONG AN REAL ESTATE LIMITED

眾安房產有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 672)

PROXY FORM

Form of proxy for use by shareholders of Zhong An Real Estate Limited (the “Company”) at the annual general meeting (the “Meeting”) to be held at 11:00 a.m. on Thursday, 8 June 2017 at Conference Room 4, 4/F., Holiday Inn Xiaoshan Hangzhou, 688 Shanyin Road, Xiaoshan District, Hangzhou, Zhejiang Province, The People’s Republic of China (or any adjournment thereof)

I/We (note a) _____
of _____
being the registered holder(s) of _____

(note b) shares of HK\$0.10 each in the Company hereby appoint the Chairman of the Meeting or (note c) _____
of _____

to act as my/our proxy (note c) to attend for me/us at the Meeting to be held at 11:00 a.m. on Thursday, 8 June 2017 at Conference Room 4, 4/F., Holiday Inn Xiaoshan Hangzhou, 688 Shanyin Road, Xiaoshan District, Hangzhou, Zhejiang Province, The People’s Republic of China (or any adjournment thereof) and to vote on my/our behalf as indicated below or, if no indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTIONS	FOR (note d)	AGAINST (note d)
1.	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “Directors”) and the auditors of the Company for the year ended 31 December 2016.		
2.	(a)(i) To re-elect Mr Shi Kancheng (alias Shi Zhongan) as executive Director.		
	(a)(ii) To re-elect Mr Jin Jianrong as executive Director.		
	(a)(iii) To re-elect Professor Pei Ker Wei as independent non-executive Director.		
	(b) To authorise the board of Directors to fix the remuneration of the Directors.		
3.	To re-appoint Ernst & Young as the auditors of the Company and to authorise the board of Directors to fix their remuneration.		
4.	To grant a general mandate to the Directors to allot, issue and deal with the Company’s shares (the “Shares”).*		
5.	To grant a general mandate to the Directors to buy-back the Shares.*		
6.	To add the number of the Shares bought back by the Company to the general mandate granted to the Directors under resolution no. 4 above.*		

* The full text of each of these resolutions is set out in the notice convening the Meeting.

Date this _____ day of _____ 2017.

Shareholder’s signature x _____ x (notes e, f, g, h and i)

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITAL LETTERS**. The names of all joint registered holders should be stated.
- Please insert the number of Shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the Shares registered in your name(s).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words “the Chairman of the Meeting or” and insert the name and address of the person appointed proxy in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick (“✓”) the boxes marked “For”. If you wish to vote against any resolutions, please tick (“✓”) the boxes marked “Against”. If the form of proxy returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his/her discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his/her discretion. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- Where there are joint registered holders of any Share, any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he were solely entitled thereto, but if more than one of such joint holders are present at the Meeting, personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such Share shall alone be entitled to vote in respect thereof.
- The instrument appointing a proxy shall 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.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the offices of the Company’s Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time fixed for holding the Meeting (i.e. at or before 11:00 a.m. on Tuesday, 6 June 2017 (Hong Kong time)) or any adjournment thereof.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting (or any adjournment thereof) if you so wish.
- Any alteration made to this form of proxy should be initialled by the person who signs the form.