



WAI CHI HOLDINGS COMPANY LIMITED

(偉志控股有限公司)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1305)

PROXY FORM FOR ANNUAL GENERAL MEETING

Number of shares to which this proxy form relates ¹	
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I/We, ² _____
of _____,
being registered shareholder(s) in the share capital of Wai Chi Holdings Company Limited, hereby appoint³ _____
of _____
or failing him/her, the Chairman of the meeting as my/our proxy to attend and vote on my/our behalf at the annual general meeting of the Company to be held at HKEJ Conference Centre, Ground Floor, United Overseas Plaza, 11 Lai Yip Street, Kwun Tong, Hong Kong on Wednesday, 24 May 2017 at 2:00 p.m. and at any adjournment of the meeting. I/We direct that my/our vote(s) be cast on the specified resolutions as indicated by an "✓" in the appropriate boxes. In the absence of any indication, the proxy may vote for or against the resolution at his/her own discretion⁴.

Ordinary resolutions		Resolution no	For ⁴	Against ⁴
1.	To receive, consider and adopt the audited financial statements and the reports of the directors of the Company and the Company's auditors for the year ended 31 December 2016	1		
2.	To re-elect Mr. Chen Wei Wu as an executive director of the Company	2		
3.	To re-elect Ms. Yong Jian Hui as an executive director of the Company	3		
4.	To re-elect Mr. Au Yeung Tin Wah as an independent non-executive director of the Company	4		
5.	To re-elect Mr. Chen Kwok Wang as an independent non-executive director of the Company	5		
6.	To re-elect Mr. Ho Chi Wai as an independent non-executive director of the Company	6		
7.	To authorise the board of directors to fix the directors' remuneration	7		
8.	To re-appoint SHINewing (HK) CPA Limited as the auditors of the Company and to authorise the board of directors to fix their remuneration	8		
9.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares of the Company	9		
10.	To grant a general mandate to the directors of the Company to buy back the Company's own shares	10		
11.	To add the aggregate nominal amount of the issued shares of the Company bought back under resolution 10 to the aggregate nominal amount of the share capital of the Company that may be allotted and issued under the general mandate granted to the directors of the Company under resolution 9	11		

Dated: _____

Signature⁵: _____

Notes:

- ¹ If no number is inserted, this form of proxy will be deemed to be related to all the shares of the company registered in your name(s).
- ² Please insert full name(s) and address(es) in **BLOCK CAPITALS** as shown in the register of members of the Company.
- ³ Please insert the name and address of the proxy. If no name is inserted, the Chairman of the Meeting will act as your proxy. A shareholder may appoint one or more proxies to attend the meeting and vote for him. The proxy need not be a member of the Company but must attend the meeting in person to represent you. Any alteration made to this proxy form must be initialled by the person who signs it.
- ⁴ **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "AGAINST".** If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his/her discretion or to abstain. Your proxy will also be entitled to vote at his/her discretion or to abstain on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- ⁵ This 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 its legal representative, director(s) or duly authorised attorney(s) to it.
- ⁶ In the case of joint holders, any one of such joint holders may vote, either in person or by proxy, at the meeting, but if more than one of the joint holders are present at the meeting, the vote of the senior who tenders a vote, either in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose, seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
- ⁷ Completion and deposit of the form of proxy will not preclude you from attending and voting at the annual general meeting if you so wish.
- ⁸ To be valid, this completed and signed proxy form and the relevant notarised power of attorney (if any) and other relevant document of authorisation (if any), must be lodged with Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong by not less than 48 hours before the time appointed for the holding of the meeting or any adjournment of it (as the case may be).