

# NANYANG HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 212)

## Form of Proxy

Annual General Meeting – 24 May 2018

I/We <sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being a member of Nanyang Holdings Limited (the “Company”) hereby appoint <sup>2 3</sup> \_\_\_\_\_  
of \_\_\_\_\_ or failing him

\_\_\_\_\_ of \_\_\_\_\_  
as my/our proxy to attend, act and vote in respect of <sup>5</sup> \_\_\_\_\_ ordinary shares for and on my/our behalf at the Annual General Meeting to be held on Thursday, 24 May 2018 at 12:00 noon at 21st Floor, St. George’s Building, 2 Ice House Street, Central, Hong Kong and at every adjournment thereof on the resolutions as set out in the notice convening the said meeting as indicated below:

		For <sup>6</sup>	Against <sup>6</sup>
1.	To receive the audited financial statements and the reports of the directors and the auditor for the year ended 31 December 2017.		
2.	(a) To declare a final dividend.		
	(b) To declare a special dividend.		
3.	(a) To re-elect Mr. Lincoln Chu Kuen Yung as Executive Director.		
	(b) To re-elect Ms. Jennie Chen as Executive Director.		
4.	To re-appoint PricewaterhouseCoopers as the auditor of the Company at a fee to be agreed by the directors.		
5.	To grant to the directors a general mandate for share repurchase.		
6.	To grant to the directors a general mandate to issue new shares.		
7.	To authorise the directors to issue same number of shares repurchased.		

As witness my/our hand this \_\_\_\_\_ day of \_\_\_\_\_ 2018.

Signature(s) \_\_\_\_\_

### Notes:

1. Please insert your full name and address in block capitals in the space provided. Only one of joint holders should be mentioned (see note 4).
2. If any proxy is preferred, please insert the name and address of the proxy desired in block capitals in the space provided.
3. The proxy need not be a member of the Company.
4. If more than one of joint holders be present at the meeting personally or by proxy, the holder present whose name stands first in the register of members in respect of the relevant shares will alone be entitled to vote in respect of them.
5. Please insert the number of shares to which this form of proxy relates in the space provided. If a number is inserted, this form of proxy will be deemed to relate only to those shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company which are registered in your name (whether alone or jointly with others).
6. Please indicate with a tick in the relevant box which way you wish your votes to be cast. If no indication is given, the proxy will vote or abstain at his discretion.
7. In the case of corporation, this form of proxy must be either executed under its common seal or under the hand of an officer or attorney duly authorised on that corporation’s behalf.
8. To be valid this form of proxy, together with any power of attorney or authority under which it is signed or a notarially certified copy of such power or authority, must be deposited at the principal place of business of the Company, **Room 1808, St. George’s Building, 2 Ice House Street, Central, Hong Kong** not less than 48 hours before the time appointed for the meeting or adjourned meeting.
9. Completion and return of this form of proxy will not preclude you from attending and voting at the meeting should you so wish.
10. The Chairman will demand that each of the resolutions set out in the notice of this meeting be voted on by poll. On a poll, every member present in person or by a duly authorised corporate representative or by proxy shall have one vote for every share held.

### PERSONAL INFORMATION COLLECTION STATEMENT

- (i) “Personal Data” in this proxy form has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Cap 486 (“PDPO”), which includes your and your proxy’s name and address.
- (ii) Your and your proxy’s Personal Data provided in this proxy form will be used in connection with processing your request for the appointment of a proxy to attend, act and vote on your behalf as directed above at the Annual General Meeting. The supply of your and your proxy’s Personal Data is on voluntary basis. However, we may not be able to process your request unless you provide us with your and your proxy’s Personal Data.
- (iii) Your and your proxy’s Personal Data will be disclosed or transferred to the Company’s branch share registrar and/or other companies or bodies for the purpose stated above, or when it is required to do so by law, for example, in response to a court order or a law enforcement agency’s request, and will be retained for such period as may be necessary for our verification and record purpose.
- (iv) By providing your proxy’s Personal Data in this proxy form, you should have obtained the express consent (which has not been withdrawn in writing) from your proxy in using his/her Personal Data provided in this proxy form and that you have informed your proxy of the purpose for and the manner in which his/her Personal Data may be used.
- (v) You/your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data in accordance with the provisions of the PDPO, and any such request should be in writing by either of the following means:

By mail to: Personal Data Privacy Officer  
Computershare Hong Kong Investor Services Limited  
17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong

By email to: hkinfo@computershare.com.hk