FREEMAN FINANCIAL CORPORATION LIMITED
民豐企業控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 279)

PROXY FORM

Form of proxy for the Annual General Meeting to be held at 30th Floor, China United Centre, 28 Marble Road, North Point, Hong Kong on Thursday, 5 September 2013 at 4:00 p.m.

I/We *(note 1)* _____

of _____

being the registered holder(s) of *(note 2)* _____ shares of HK$0.01 each in the capital of Freeman Financial Corporation Limited (the "Company") hereby appoint *(note 3)* _____

of _____

or failing him, the Chairman of the meeting, as my/our proxy to attend on my/our behalf at the meeting (and at any adjournment thereof) to vote for me/us in my/our name(s) in respect of the resolutions set out in the notice of the meeting (with or without modifications) as hereunder indicated and in respect of any other matters to be considered in the meeting.

	RESOLUTIONS	FOR *(note 4)*	AGAINST *(note 4)*
1.	To receive and consider the audited financial statements of the Company together with Reports of the Directors and the Auditors for the year ended 31 March 2013.		
2.	To re-elect Mr. Hui Quincy Kwong Hei as an Executive Director of the Company.		
3.	To re-elect Ms. Chow Mun Yee as an Executive Director of the Company.		
4.	To re-elect Mr. Andrew Liu as a Non-executive Director of the Company.		
5.	To re-elect Dr. Agustin V. Que as an Independent Non-executive Director of the Company.		
6.	To authorise the Board to fix the remuneration of Director of the Company.		
7.	To re-appoint Messrs. Ernst & Young as the auditors of the Company and to authorise the Board of Directors to fix their remuneration.		
8.	To grant a general mandate to the Directors to allot, issue and deal with new shares not exceeding 20 per cent. of the issued share capital of the Company.		
9.	To grant a general mandate to the Directors to repurchase shares and warrants of the Company not exceeding 10 per cent. of the issued share capital of the Company.		
10.	To extend the general mandate granted to the Directors to allot, issue and deal with new shares not exceeding the amount of shares repurchased by the Company.		
11.	To approve the refreshment of the Scheme Mandate Limit of the Share Option Scheme.		

Dated this day of _____, 2013 Signatures *(note 7)* _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of ordinary shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the ordinary shares in the capital of the Company registered in your name(s).
3. Full name and address of proxy to be inserted in **BLOCK CAPITALS. IF NOT COMPLETED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY**.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION**. If no direction is given, the proxy will be entitled to vote or abstain as he thinks fit. Your proxy will be entitled to vote or abstain at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
5. To be valid, this form of proxy, together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of that power or authority must be deposited at the branch share registrar of the Company, Tricor Secretaries Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or any adjourned meeting.
6. In the case of joint holders of a share, the vote of the person, whether attending in person or by proxy, whose name stands first on the Register of Members of the Company in respect of such share shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
7. This form of proxy must be signed by you or your attorney duly authorised in writing or, if you are a corporation, must either be executed under seal or under the hand of an officer or attorney duly authorised.
8. The proxy need not be a member of the Company but must attend the meeting in person to represent you.
9. Completion and delivery of this form of proxy shall not preclude you from attending and voting in person if you so wish.
10. Any alteration to this form of proxy must be initialled by the person who signs it.