



China International Development Corporation Limited

中聯發展控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 264)

Proxy Form for use at the annual general meeting (the “AGM”) to be held on Thursday, 8 June 2023

I/We ^(Note 1) _____
of ^(Note 2) _____
being the registered holder(s) of ^(Note 3) _____ shares of HK\$0.01 each in the capital of China International Development Corporation Limited (the “Company”) hereby appoint ^(Note 4) _____
of _____
or failing him/her, the chairman of the AGM, as my/our proxy to vote for me/us and on my/our behalf at the AGM to be held at Level 26, 39 Queen’s Road Central, Central, Hong Kong on Thursday, 8 June 2023 at 2:00 p.m., and at any adjournment thereof.

Ordinary Resolutions		For ^(Note 6)	Against ^(Note 6)
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “Directors”) and the auditor of the Company for the year ended 31 December 2022.		
2.	(a) To re-elect Ms. Hau Yu as an independent non-executive Director.		
	(b) To re-elect Ms. Jai Lixin as an independent non-executive Director.		
	(c) To authorise the board of Directors (the “Board”) to fix the remuneration of the respective Directors.		
3.	To re-appoint Ascenda Cachet CPA Limited as the auditor of the Company and to authorise the Board to fix its remuneration.		
4.	To grant a general mandate to the Directors to allot, issue or otherwise deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company at the date of the passing of this resolution. ^(Note 5)		
5.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company at the date of the passing of this resolution. ^(Note 5)		
6.	To extend the general mandate granted to the Directors to allot, issue or otherwise deal with additional shares of the Company under resolution numbered 4 above by adding to it the total number of shares of the Company repurchased under resolution numbered 5 above. ^(Note 5)		
Special Resolution ^(Note 5)			
7.	To consider and approve: (a) the proposed amendments to the amended and restated memorandum and articles of association of the Company (the “Proposed Amendments”); (b) the adoption of the second amended and restated memorandum and articles of association of the Company (the “Second Amended and Restated M&A”) in substitution for and to the exclusion of the existing amended and restated memorandum and articles of association of the Company; (c) the authorisation of any director or company secretary of the Company to do all such acts, deeds and things and execute all such documents and make all such arrangements that he/she shall, in his/her absolute discretion, deem necessary or expedient to give effect to the Proposed Amendments and the adoption of the Second Amended and Restated M&A, including without limitation, attending to the necessary filings with the Registrar of Companies in Hong Kong and the Cayman Islands.		

Signature(s) ^(Note 7) _____

Date _____

Notes:

- Please insert your name(s) in full in **BLOCK CAPITALS**.
- Please insert your address in **BLOCK CAPITALS**.
- 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 in the capital of the Company registered in your name(s).
- Please insert the full name(s) and address(es) of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
The description of this resolution is by way of summary only. The full text appears in the notice of the AGM.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PLACE A “✓” IN THE RELEVANT BOX MARKED “FOR” BESIDE THE APPROPRIATE RESOLUTION, IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A “✓” IN THE RELEVANT BOX MARKED “AGAINST” BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete the boxes will entitle your proxy to cast his vote 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 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.
- 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 Company’s branch share registrars and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the meeting.
- In case of joint holders of a share, the vote of the person whose name stands first on the register of members in respect of such share shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Any alternations made in this form should be initialed by the person who signs it.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Meeting of the Company (the “Purposes”). We may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited at the above address.