

HYSAN DEVELOPMENT COMPANY LIMITED

希慎興業有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 00014)

FORM OF PROXY (ANNUAL GENERAL MEETING – 15 MAY 2017)

No. of shares to which this form
of proxy relates (Note 3)

I/We _____
of _____,
being a registered Member(s) of HYSAN DEVELOPMENT COMPANY LIMITED ("Hysan" or the "Company") hereby
appoint _____
of _____
or failing him _____
of _____

or * the Chairman of the Annual General Meeting (the "Meeting") of the Company, as my/our proxy to attend and vote for me/us
and on my/our behalf at the Meeting to be held at Meeting Room N101, Hong Kong Convention and Exhibition Centre, 1 Expo
Drive, Wanchai, Hong Kong (use Expo Drive Entrance) on Monday, 15 May 2017 at 12:00 noon and at any adjournment thereof,
on the undermentioned resolutions as indicated:

RESOLUTIONS		(See Note 4)	
		For	Against
As Ordinary Resolutions			
1.	To receive and consider the Statement of Accounts for the year ended 31 December 2016 and the Reports of the Directors and Auditor thereon.		
2.	i) To re-elect Ms. Irene Yun Lien LEE.		
	ii) To re-elect Mr. Philip Yan Hok FAN.		
	iii) To re-elect Mr. Hans Michael JEBSEN.		
3.	To re-appoint Deloitte Touche Tohmatsu as Auditor of the Company at a fee to be agreed by the Directors.		
4.	To give Directors a general mandate to issue and dispose of additional shares in the Company not exceeding 10% where the shares are to be allotted wholly for cash, and in any event 20%, of the number of its issued shares.#		
5.	To give Directors a general mandate to repurchase shares in the Company not exceeding 10% of the number of its issued shares.#		
As a Special Resolution			
6.	To approve the amendments to the Articles of Association.#		

* Delete where appropriate

Please refer to the Notice of Annual General Meeting for the full text of the resolutions

Signature(s)

(Full name in block capitals)

Dated this _____ day of _____ 2017.

Notes:

- The Chairman of the Meeting will demand a poll regarding the voting for all the resolutions as set out above pursuant to regulatory requirements.**
- You may appoint one or more proxies to attend and vote. The proxy need not be a Member of the Company.
- Please insert the number of shares registered in your name(s) to which this form of proxy relates. If no such information is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- Please indicate with a "✓" in the appropriate space beside each of the resolutions how you wish the proxy to vote on your behalf. In the absence of any such indication, the proxy will vote for or against the resolution or will abstain at his discretion. **Any alteration made to this form of proxy must be initialled only by the person who signs it.** Election of Directors will be voted as separate resolutions.
- If the registered Member is a corporation, this form of proxy must be executed either under its common seal or under the hand of an officer or attorney authorised in writing.
- In the case of joint holders, the vote of the senior who tenders a vote whether in person or by proxy shall be accepted to the exclusion of the votes of the other joint holders and for this purpose, seniority will be determined by the order in which the names stand in the Register of Members in respect of the joint holding.
- An original of the completed 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 the same, must be returned to the Company's registered office at 49/F. (Reception: 50/F.), Lee Garden One, 33 Hysan Avenue, Hong Kong or to the Company's Registrar, Tricor Standard Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, **not less than 48 hours** before the time for holding the Meeting. Form of proxy sent electronically will not be accepted.

PERSONAL INFORMATION COLLECTION STATEMENT

The Personal Data provided to the Company and/or the Company's Registrar, Tricor Standard Limited, in this form will be used for the purpose of processing your instruction as stated in this form of proxy. "Personal Data" in these statements has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO"), which may include but not limited to your and your appointed proxy's name and mailing address.

The Personal Data will not be transferred to any party outside the Company or the Company's Registrar. The Personal Data may be disclosed when required by law or a court order of any jurisdiction, or as requested by any government or law enforcement authorities or administrative organs or as is necessary to bring legal action or defend any legal action in relation to you. Your supply of the Personal Data is on a voluntary basis. However, without providing the Personal Data we may not be able to effect the appointment of your proxy and instructions.

Your Personal Data will be retained for such period as may be necessary for the above purposes and its directly related purpose(s).

You and your appointed proxy have the right to request access to and/or correction of the respective Personal Data in accordance with the provisions of the PDPO. We have the right to charge a reasonable fee for processing any Personal Data access request. Any such request for access to and/or correction of your Personal Data should be in writing by either of the following means:

By mail to: Privacy Compliance Officer
Tricor Standard Limited
Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong

By e-mail to: hysan14-ecom@hk.tricorglobal.com

You can find out more about Hysan's policies on privacy and personal data protection by accessing our privacy policy statement available on Hysan's website at www.hysan.com.hk.