



Manfield Chemical Holdings Limited

萬輝化工控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1561)

PROXY FORM FOR ANNUAL GENERAL MEETING

I/We¹ _____
of _____
being the registered holder(s) of ² _____ share(s) of HK\$0.01 each in the capital of **Manfield Chemical Holdings Limited** (the “Company”) **HEREBY APPOINT** _____ or ³ _____ **THE CHAIRMAN OF THE MEETING** as my/our proxy to attend the Annual General Meeting (the “Meeting”) (or at any adjournment thereof) of the Company to be held at Kennedy Room, Level 7, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Wednesday, 26 June 2019 at 3:00 p.m. and vote for me/us and on my/our behalf in respect of the undermentioned resolutions (the full text of which as detailed in the circular accompanying a copy of the 2018 Annual Report) in the manner as indicated below.

	ORDINARY RESOLUTIONS	FOR ⁴	AGAINST ⁴
1.	To receive and consider the Audited Financial Statements and the Reports of the Directors and the Independent Auditor for the year ended 31 December 2018.		
2.	(i) (a) To re-elect Dr. Li Zhong Yuan as director.		
	(b) To re-elect Ms. Zuo Yi as director.		
	(c) To re-elect Mr. Li Gong as director.		
	(d) To re-elect Mr. Wang Jianping as director.		
	(e) To re-elect Dr. Shi Ping as director.		
	(ii) To authorize the board of Directors (the “Board”) to fix the Directors’ remuneration.		
3.	To re-appoint Auditor and authorize the Board to fix their remuneration.		
4.	(i) To grant a general mandate to the Directors to repurchase securities of the Company.		
	(ii) To grant a general mandate to the Directors to issue additional securities of the Company.		
	(iii) To extend the general mandate regarding the issue of securities of the Company by the amount of securities repurchased under the general mandate for the repurchase of securities.		

Date: _____ 2019

Signature ⁵: _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of shares of HK\$0.01 each registered in your name(s) to which this proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out “or **THE CHAIRMAN OF THE MEETING**” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTIONS, PLEASE TICK THE BOX MARKED “FOR” BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, PLEASE TICK THE BOX MARKED “AGAINST” BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete any or all boxes will entitle your proxy to cast or not to cast his votes on the relevant resolutions at his discretion. Your proxy will also be entitled to vote at his discretion on any resolutions properly put to the Meeting other than those referred to in the Notice convening the Meeting.
- This proxy form must be signed by you or your attorney duly authorized in writing or, in case of a corporation, must be executed either under its common seal or under the hand of an officer or attorney duly authorized.
- Where there are joint registered holders of any share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the Meeting personally or by proxy, the one of the said persons so present whose name stands first on the register of members in respect of such share shall be entitled to vote in respect thereof.
- To be valid, this proxy form together with the power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the branch share registrars of the Company in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and deposit of this proxy form will not preclude you from attending and voting at the Meeting if you wish.