



# Mitsumaru East Kit (Holdings) Limited

## 三丸東傑(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2358)

### PROXY FORM

Form of proxy for use at the annual general meeting (the "Annual General Meeting") of Mitsumaru East Kit (Holdings) Limited (the "Company") to be held at 10:00 a.m. on Thursday, 29 May 2014, at Suite 5005-5006, 50th Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong (or any adjournment thereof).

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>2</sup> \_\_\_\_\_ shares  
of HK\$0.10 each of the above-named Company HEREBY APPOINT<sup>3</sup> \_\_\_\_\_  
of \_\_\_\_\_

or failing him, the chairman of the meeting as my/our proxy, to attend and vote for me/us and on my/our behalf at the Annual General Meeting (or at any adjournment thereof) of the Company to be held at 10:00 a.m. on Thursday, 29 May 2014 at Suite 5005-5006, 50th Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong for the purpose of considering and, if thought fit, passing the ordinary resolutions set out in the notice convening such meeting and at such meeting (or at any adjournment thereof) to vote for me/us in my/our name(s) in respect of the said resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR <sup>4</sup>	AGAINST <sup>4</sup>
1.	To receive and approve the audited consolidated financial statements and the reports of the directors (the "Directors") and auditor of the Company for the year ended 31 December 2013		
2.	(a) To re-elect Mr. Wu Yinong as independent non-executive Director		
	(b) To re-elect Mr. Siu Chi Ming as executive Director		
	(c) To re-elect Mr. Martin He as independent non-executive Director		
	(d) To authorise the board of Directors to fix the Directors' remuneration		
3.	To re-appoint ZHONGHUI ANDA CPA Limited (Hong Kong Certified Public Accountants) as the auditor of the Company and to authorise the board of Directors to fix its remuneration		
4.	To grant the general mandate to the Directors to issue, allot and otherwise deal with the Company's shares (the "Shares")		
5.	To grant the general mandate to the Directors to repurchase the Shares		
6.	To add the nominal amount of the Shares repurchased by the Company to the mandate granted to the Directors under resolution numbered 4		
7.	To approve the adoption of new share option scheme and the termination of the existing share option scheme		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2014

Signed<sup>5</sup> \_\_\_\_\_

Notes:

- Full name(s) and address(es) to be inserted 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 registered in your name(s).
- Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.** The proxy need not be a member of the Company but must attend the meeting in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PUT A TICK IN THE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PUT A TICK IN THE BOXES MARKED "AGAINST".** Failure to do so will entitle your proxy to cast his votes at his discretion. Your proxy will also be entitled to vote at his discretion on any amendment to the resolutions referred to in the notice convening the meeting which have been properly put to the meeting.
- This form of proxy must be signed by you or your attorney or other authority (if any) duly authorised in writing or, in the case of a corporation, must be signed under the hand of an officer duly authorised on that behalf together with a company chop.
- Where there are joint holders of any share any one of such joint holder may vote, either in person or by proxy, in respect of such shares as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting 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 shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- 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 certified copy of such power or authority must be delivered to the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at Rooms 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or the adjourned meeting (as the case may be).
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish and in such event, this form of proxy shall be deemed to be revoked.