



GREEN INTERNATIONAL
Holdings Limited
格林國際控股有限公司

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(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2700)

ANNUAL GENERAL MEETING
FORM OF PROXY

Form of proxy for the Annual General Meeting (“Meeting”) of Green International Holdings Limited (“Company”) to be held at Conference Room, 4/F, Silver Valley Villa, 48 Silver Lake Road, Luohu District, Shenzhen, The People’s Republic of China on 13 June, 2014 at 2 p.m.:

I/We, ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ ordinary share(s) of HK\$0.01 each in the capital of the Company, **HEREBY APPOINT** ^(Note 3) the Chairman of the Meeting or _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the Meeting and/or at any adjournment thereof in respect of the resolutions as hereunder indicated, or if no indication is given, as my/our proxy thinks fit and in respect of any other business that may properly come before the meeting and/or at any adjournment thereof.

ORDINARY RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors and auditor of the Company for the year ended 31 December 2013.		
2.	To appoint Parker Randall CF (H.K) CPA Limited as auditor of the Company and to authorise the board of directors of the Company to fix its remuneration.		
3.	(a) To re-elect Dr. Yang Wang Jian as an executive director of the Company.		
	(b) To re-elect Ms. Yang Jun as an executive director of the Company.		
	(c) To re-elect Mr. Chen Hanhong as an executive director of the Company.		
	(d) To re-elect Ms. Yang Ya as an executive director of the Company.		
	(e) To re-elect Dr. Yu Qigang as an executive director of the Company.		
	(f) To re-elect Ms. Yu Jiaoli as a non-executive director of the Company.		
	(g) To re-elect Mr. Wu Hong as an independent non-executive director of the Company.		
	(h) To re-elect Mr. Ye Yunhan as an independent non-executive director of the Company.		
	(i) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.		
4.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.		
5.	To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.		
6.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company.		

Dated this _____ day of _____ 2014 Signature ^(Note 6): _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- Please insert the number of shares registered in your name(s) to which this form of proxy relates. 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).
- If any proxy other than the Chairman is preferred, strike out the words “the Chairman of the Meeting or” herein inserted and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.** A member entitled to attend and vote at the Meeting will be entitled to appoint one or more proxies to attend and, on a poll, vote in his or her stead. A proxy need not be a member of the Company, but must attend the Meeting to represent you.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK THE APPROPRIATE BOX MARKED “AGAINST”.** Failure to tick the boxes will entitle your proxy to cast your votes at his or her discretion or abstain for the resolution.
- The full text of the resolutions appears in the notice of annual general meeting contained in the circular to the shareholders of the Company dated 13 May, 2014.
- This form of proxy must be signed by you or your attorney duly authorised 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 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 registrar, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not less than 48 hours before the time fixed for the Meeting or any adjournment thereof.
- Where there are joint holders of any shares of the Company, any one of such joint holders may vote at the Meeting either personally or by proxy in respect of such shares as if he or she was solely entitled thereto, but if more than one of such joint holders are present at the Meeting personally or by proxy, that one of such joint holders so present whose name stands first on the register of members of the Company shall alone be entitled to vote in respect of such shares.
- Completion and return of this form of proxy will not preclude you from attending the Meeting and voting in person if you so wish. In the event that you attend the Meeting after having lodged this form of proxy, it will be deemed to have been revoked.