



HOP FUNG GROUP

合豐集團控股有限公司 HOP FUNG GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 2320

PROXY FORM FOR EXTRAORDINARY GENERAL MEETING TO BE HELD AT 10:30 A.M. ON 15 DECEMBER 2014

I/We ⁽¹⁾, _____ (name)
of _____ (address)
being the registered holder(s) of ⁽²⁾ _____ shares (the “Shares”) of HK\$0.10 each in the share capital of Hop Fung Group Holdings Limited (the “Company”), hereby appoint ⁽³⁾ the Chairman of the EGM (as defined below) or _____ (name)
of _____ (address),
as my/our proxy to attend, act and vote for me/us and on my/our behalf at a extraordinary general meeting (the “EGM”) of the Company to be held at Ming Room II, 4/F, Sheraton Hong Kong Hotel & Towers, 20 Nathan Road, Kowloon, Hong Kong at 10:30 a.m. on 15 December 2014 (or at any adjournment thereof) for the purpose of considering and, if thought fit, passing the resolution as set out in the notice convening the EGM and at the EGM (or at any adjournment thereof), to vote for me/us and in my/our name(s) in respect of such resolution as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION	FOR ⁽⁴⁾	AGAINST ⁽⁴⁾
To consider and approve the Disposals (as defined in the circular of the Company dated 27 November 2014 (the “Circular”)) pursuant to the terms and conditions of the Disposal Agreements (as defined in the Circular) and all the transactions contemplated thereunder		

Dated the _____ 2014 Signature(s) ⁽⁵⁾ _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
2. Please insert the number of Shares 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 registered in your name(s).
3. If any proxy other than the Chairman of the EGM is preferred, please strike out the words “the Chairman of the EGM or” and insert the name and address of the proxy desired in the space provided.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK IN THE BOXES MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK IN THE BOXES MARKED “AGAINST”.** If no direction is given, your proxy may vote or abstain as he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the EGM other than those referred to in the notice convening the EGM.
5. This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
6. To be valid, this proxy form together with the power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Abacus Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for holding the EGM or adjourned meeting.
7. In the case of joint registered holders of any Shares, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such Shares as if he/she was solely entitled thereto, but if more than one of such joint registered holders be present at the EGM, either personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such Shares shall be accepted to the exclusion of the votes of the other joint registered holders.
8. A member entitled to attend and vote is entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A proxy need not be a member of the Company.
9. Any alteration made to this proxy form must be initialed by the person who signs it.