



# QIANLONG TECHNOLOGY INTERNATIONAL HOLDINGS LIMITED

(乾隆科技國際控股有限公司)\*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1236)

## PROXY FORM

### FORM OF PROXY FOR USE BY SHAREHOLDERS AT THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON MONDAY, 10 FEBRUARY 2014 AT 10:00 AM

I/We (note a) \_\_\_\_\_ of \_\_\_\_\_ being the holder(s) of (note b) \_\_\_\_\_ shares of HK\$0.10 each of QIANLONG TECHNOLOGY INTERNATIONAL HOLDINGS LIMITED ("Company") hereby appoint the Chairman of the extraordinary general meeting ("Meeting") of the Company or (note c) \_\_\_\_\_ of \_\_\_\_\_

to act as my/our proxy at the Meeting to be held at Room 1604-05, Tower 3, Prudential Tower, 21 Canton Road, Tsimshatsui, Kowloon, Hong Kong, on Monday, 10 February 2014 at 10:00 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below, or, if no such indication is given, as my/our proxy thinks fit.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll (note d).

ORDINARY RESOLUTION		FOR	AGAINST
1.	<p><b>THAT</b> subject to and conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") granting the listing of, and permission to deal in, the Subdivided Shares (as defined below) and any Subdivided Share (as defined below) which may fall to be issued upon the exercise of convertible bonds issued pursuant to the subscription agreement dated 15 July 2013 (as supplemented by a supplemental agreement dated 16 August 2013) entered into between Parko (Hong Kong) Limited and the Company, and the obtaining of all necessary approvals from the regulatory authorities or otherwise that may be required in respect of the Share Subdivision (as defined below):</p> <p>(a) each existing issued and unissued share of HK\$0.10 each in the existing share capital of the Company be subdivided into four subdivided shares of HK\$0.025 each (the "Subdivided Shares") in the share capital of the Company (the "Share Subdivision") and the Share Subdivision shall take effect on the next Business Day (as defined below) immediately following the date on which this resolution is passed;</p> <p>(b) all of the Subdivided Shares shall rank pari passu in all respect with each other and have the same rights and privileges and be subject to the restrictions contained in the memorandum of association and articles of association of the Company;</p> <p>(c) the authorised share capital of the Company will be HK\$100,000,000 divided into 4,000,000,000 shares of HK\$0.025 each immediately upon the Share Subdivision becoming effective; and</p> <p>(d) the directors of the Company be and are hereby authorised generally to do such acts and things and execute all such documents, including under the seal of the Company, where applicable, as they consider necessary or expedient to implement and give effect to the Share Subdivision and arrangements set out in this resolution.</p>		
SPECIAL RESOLUTION			
2.	<p><b>THAT</b> the name of the Company to be changed from "Qianlong Technology International Holdings Limited" (乾隆科技國際控股有限公司*) to "National Agricultural Holdings Limited 國農控股有限公司" and that the directors of the Company be and are hereby authorised generally to do such acts and things and execute all documents or make such arrangements as they may consider necessary or expedient to effect the change of Company name and to attend to any registration and/or filing for and on behalf of the Company.</p>		

Date: the \_\_\_\_\_ day of \_\_\_\_\_ 2014

Shareholder's signature: (notes e, f, g and h) \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) are 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). 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).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words "the Chairman of the extraordinary general meeting ("Meeting") of the Company or" and insert the name and address of the person appointed proxy in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick ("✓") the boxes marked "For". If you wish to vote against any of the resolutions, please tick ("✗") the boxes marked "Against". If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his/her discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his/her discretion. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting or any adjourned meeting.
- In the case of joint holders, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the Meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The form of proxy must be signed by a shareholder, or his/her attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so 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 Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time of the Meeting or any adjourned meeting.
- Any alteration made to this form should be initialled by the person who signs the form.

\* For identification purposes only