



**太和控股有限公司**  
**TAI UNITED HOLDINGS LIMITED**  
*(incorporated in Bermuda with limited liability)*  
**(Stock code: 718)**

**Form of Proxy for use at the Annual General Meeting to be held on  
Monday, 5 June 2017 at 11:00 a.m.**

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ share(s) <sup>(Note 2)</sup> of HK\$0.05  
each in the share capital of the above-named company (the “Company”), HEREBY APPOINT THE CHAIRMAN OF THE MEETING <sup>(Note 3)</sup> or  
of \_\_\_\_\_ as  
my/our proxy to attend the annual general meeting (or at any adjournment thereof) (as the case may be) of the Company to be held at Suites 1206-1209, 12th Floor,  
Three Pacific Place, 1 Queen’s Road East, Hong Kong on Monday, 5 June 2017 at 11:00 a.m. (the “Meeting”) for the purposes of considering and, if thought fit, passing  
the resolutions as set out in the notice convening the Meeting (the “Notice”) and at such Meeting (and at any adjournment thereof) to vote for me/us and in my/our  
name(s) in respect of the resolutions as indicated below <sup>(Note 4)</sup>.

ORDINARY RESOLUTIONS		FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors (the “Directors”) and auditors of the Company for the nine months ended 31 December 2016.		
2.	(i) To re-elect the following Directors:		
	(a) Mr. Chua Hwa Por as executive Director;		
	(b) Dr. Meng Zhaoyi as executive Director;		
	(c) Mr. Xu Ke as executive Director;		
	(d) Mr. Ye Fei as executive Director;		
	(e) Mr. Wang Qiang as executive Director;		
	(f) Ms. Liu Yan as independent non-executive Director;		
	(g) Mr. Tang King Shing as independent non-executive Director.		
	(ii) To authorise the board of Directors (the “Board”) to appoint additional Director(s).		
(iii) To authorise the Board to fix the Directors’ remuneration.			
3.	To re-appoint Deloitte Touche Tohmatsu as the auditors of the Company and its subsidiaries, and to authorise the Board to fix their remuneration.		
4.	To grant a general mandate to the Directors to repurchase shares of the Company (the “Shares”) not exceeding 10% of the total number of Shares in issue as at the date of passing of this resolution <sup>(Note 5)</sup> .		
5.	To grant general mandate to the Directors to issue, allot and deal with additional Shares of the Company not exceeding 20% of the total number of Shares in issue as at the date of passing of this resolution <sup>(Note 5)</sup> .		
6.	To extend the general mandate granted to the Directors to issue, allot and deal with additional Shares in the capital of the Company by the number of Shares repurchased by the Company <sup>(Note 5)</sup> .		
7.	To refresh the scheme mandate limit up to 10% of the total number of Shares in issue of the Company <sup>(Note 5)</sup> .		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2017 Signature(s) <sup>(Note 6)</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).
- If any proxy other than the Chairman is preferred, strike out the words “THE CHAIRMAN OF THE MEETING” here inserted and insert the name and address of the proxy desired in the space provided. A member of the Company who is the holder of two or more Shares may appoint more than one proxy to attend and vote on his behalf at the Meeting provided that if more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED “AGAINST”.** Failure to complete any or all the boxes will entitle your proxy to cast his votes at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the Notice of the Meeting.
- The full text of resolutions 4, 5, 6 and 7 are set out in the Notice of the Meeting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of an officer or attorney or other person duly authorised.
- Every member of the Company present in person or by proxy or, being a corporation, is present by its duly authorised representative, shall have one vote for every fully paid Share of which he is the holder.
- In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the Register of Members of the Company.
- To be valid, this form of proxy together with the power of attorney (if any) 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 and transfer office in Hong Kong, Tricor Tengis Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time fixed for holding this 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 delivery of the form of proxy will not preclude you from attending and voting at the Meeting if you so wish.