



香港金融集團

HONG KONG FINANCE INVESTMENT HOLDING GROUP LIMITED

香港金融投資控股集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 7)

**SECOND PROXY FORM FOR USE AT THE ANNUAL GENERAL MEETING OF
THE COMPANY TO BE HELD ON FRIDAY, 21 JUNE 2019**

I/We¹ _____

of _____

being the registered holder(s) of _____ shares of HK\$0.10 each in the share capital of the Company, HEREBY APPOINT THE CHAIRMAN OF THE MEETING or² _____

of _____

to act as my/our proxy at the Annual General Meeting of the Company to be held at Units 1910-12, 19th Floor, China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road Central, Sheung Wan, Hong Kong at 11:00 a.m. on Friday, 21 June 2019 (or at any adjournment thereof) and to vote on my/our behalf in respect of the Resolutions set out in the notice dated 30 April 2019 (the "Original Notice") and the supplemental notice dated 17 May 2019 (the "Supplemental Notice") convening the said Meeting as indicated below, and, if no such indication is given, as my/our proxy thinks fit.

Please indicate with a "✓" in the spaces provided how you wish your vote(s) to be cast on a poll. Should this form be returned duly signed but without a specific direction, the proxy will vote or abstain at his/her discretion.

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive and consider the Financial Statements for the year ended 31 December 2018 together with the Report of the Directors and Auditors thereon.		
2.	(A) To re-elect Mr. Cao Yu as the Executive Director of the Company.		
	(B) To re-elect Mr. Xu Jun Jia as the Executive Director of the Company.		
	(C) To re-elect Mr. Lam Kwok Hing as the Executive Director of the Company.		
	(D) To re-elect Mr. Nam Kwok Lun as the Executive Director of the Company.		
	(E) To re-elect Mr. Ng Chi Kin David as the Independent Non-Executive Director of the Company.		
	(F) To re-elect Mr. Ngan Kam Biu Stanford as the Independent Non-Executive Director of the Company.		
	(G) To re-elect Mr. Chan Tsang Mo as the Independent Non-Executive Director of the Company.		
	(H) To authorise the Board of Directors to fix the remuneration of Directors.		
3.	To re-appoint Elite Partners CPA Limited as auditor of the Company and to authorize the Board of Directors to fix their remuneration.		
4.	(A) To grant a general mandate to the Directors to allot, issue and otherwise deal with additional shares of the Company not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company.		
	(B) To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company.		
	(C) To add the aggregate of the nominal amount of the shares repurchased by the Company pursuant to the above resolution 4(B) to the mandate granted to the Directors under the above resolution 4(A).		
5.	To re-elect Mr. Ma Kin Ling as the Independent Non-Executive Director of the Company.		

Dated _____ 2019 Signature^{4, 5 and 6} _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of HK\$0.10 each registered in your name(s). If no number is inserted, this second proxy form will be deemed to relate to all shares of the Company registered under your name(s).
- If any proxy other than the Chairman is preferred, strike out "THE CHAIRMAN OF THE MEETING or" here and insert the name and address of the proxy desired in the space provided.
- This second proxy form must be in writing under your hand or of your attorney duly authorised in writing or, in the case of a corporation either under its common seal or under the hand of an officer or attorney so authorised.
- In the case of joint holders of a share, the vote of the person, whether attending in person or by proxy, whose name stands first on the Register of Members of the Company in respect of such share shall be accepted to the exclusion of the votes of the other joint holder(s).
- To be valid, a proxy form and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority shall be deposited at the Company's Branch Share Registrar, Tricor Standard Limited at level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or any adjourned meeting.
- If you have not yet lodged the form of proxy enclosed in the Original Notice (the "First Proxy Form") with the Share Registrar, you are requested to lodge this second proxy form if you wish to appoint proxy(ies) to attend the Annual General Meeting on your behalf. In this case, the First Proxy Form should not be lodged with the Share Registrar.
- If you have already lodged the First Proxy Form with the Share Registrar, please note that:
 - if this second proxy form is not lodged with the Share Registrar, the First Proxy Form will be treated as a valid proxy form lodged by you if correctly completed. The proxy so appointed by you shall be required to vote in such manner as he/she may be directed under the First Proxy Form, and in respect of the resolution for the proposed re-election of Mr. Ma Kin Ling as an Independent Non-Executive Director as set out in the Supplemental Notice, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolution.
 - if this second proxy form is lodged with the Share Registrar before the Closing Time, this second proxy form, if correctly completed, will revoke and supersede the First Proxy Form previously lodged by you. This second proxy form will be treated as a valid form of proxy lodged by you.
 - if this second proxy form is lodged with the Share Registrar after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under this second proxy form will be invalid. The proxy so appointed by the Shareholder under the First Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no second proxy form was lodged with the Share Registrar. Accordingly, Shareholders are advised to complete this second proxy form carefully and lodge this second proxy form with the Share Registrar before the Closing Time.
- The proxy needs not be a member of the Company but must attend the meeting in person to represent you.
- Completion and delivery of this second proxy form will not preclude you from attending and voting at the meeting if you so wish.
- Any alterations made in this form should be initialled by the person who signs it.

PERSONAL INFORMATION COLLECTION STATEMENT

"Personal Data" in this statement has the same meaning as "personal data" defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO"), which include your and your proxy's name and address. Your supply of the Personal Data is on a voluntary basis and for the purpose of processing your instructions as stated in this Proxy Form (the "Purposes"). If you fail to supply sufficient information, the Company may not be able to process your instructions. The Company may disclose or transfer the Personal Data to its subsidiaries, its Share Registrar and/or third party service provider who provides administrative, computer and other services to the Company for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. The Personal Data will be retained for such period as may be necessary to fulfil the Purposes (including for verification and record purposes). Request for access to and/or correction of the Personal Data can be made in accordance with the provisions of the PDPO and any such request should be in writing and sent to the Privacy Compliance Officer of Tricor Standard Limited at the above address.