

HONG FOK LAND INTERNATIONAL LIMITED

(鴻福國際有限公司*)

(Incorporated in Bermuda with limited liability)

PROXY FORM FOR THE SPECIAL GENERAL MEETING OF HONG FOK LAND INTERNATIONAL LIMITED TO BE HELD ON 15 FEBRUARY 2022

Proxy form for use at the special general meeting (or at any adjournment thereof) (the "SGM") of Hong Fok Land International Limited (the "Company") to be held at 10:00 a.m., at 1st Floor, The Board Room and Pre-Function Room, The Aberdeen Marina Club, 8 Shum Wan Road, Aberdeen, Hong Kong (or immediately after the conclusion or adjournment of the court meeting convened by the direction of the Supreme Court of Bermuda) on Tuesday, 15 February 2022.

I/We ^(Note 1) _____

of _____

being registered holder(s) of _____ ordinary shares ^(Note 2) of HK\$0.05 par value each in the share capital of the Company,

HEREBY APPOINT ^(Note 3) _____

of _____

or failing him/her, _____

of _____

or failing him/her, THE CHAIRMAN OF THE SGM as my/our proxy to attend and act for me/us and on my/our behalf at the SGM for the purpose of considering and, if thought fit, approving the resolutions set out in the notice dated 19 January 2022 convening the SGM (the "Notice") and at the SGM (or at any adjournment thereof) to vote for me/us and in my/our name(s) for or against the resolutions as indicated below, and if no such indication is given as my/our proxy thinks fit, and in respect of any other resolution(s) that may properly come before the SGM and/or any adjournment thereof.

Please indicate with a "✓" in the boxes below how you wish the proxy to vote on your behalf. ^(Note 4)

	Special Resolution	FOR ^(Note 5)	AGAINST ^(Note 5)
1.	"THAT for the purposes of giving effect to the Scheme between the Company and the Scheme Shareholders as set out in the Scheme Document and subject to the approval of the Scheme by the Scheme Shareholders at the Court Meeting, on the Effective Date (as defined in the Scheme), the reduction of the issued share capital of the Company by the cancellation and extinguishment of the Scheme Shares be and is hereby approved."		
	Ordinary Resolutions	FOR ^(Note 5)	AGAINST ^(Note 5)
2.	"THAT subject to and immediately after the reduction of the issued share capital of the Company referred to in resolution 1 above taking effect, the restoration of the issued share capital of the Company to the amount immediately prior to the cancellation and extinguishment of the Scheme Shares by allotting and issuing the same number of Shares (the "New Shares") as is equal to the number of Scheme Shares cancelled and extinguished to the Joint Offerors (in the respective proportions as set out in the Scheme) be and is hereby approved;		
3.	THAT the credit arising in the books of account of the Company as a result of the cancellation and extinguishment of the Scheme Shares referred to in resolution 1 above be applied by the Company in paying up in full at par the New Shares to be allotted and issued to the Joint Offerors pursuant to resolution 2 above, and any one director of the Company be and is hereby authorised to allot and issue the same accordingly; and		
4.	THAT the directors of the Company be and are hereby authorised to do all acts and things and/or sign such documents as considered by them to be necessary or desirable for or in connection with the implementation of the Proposal, including (without limitation) (i) any reduction of the issued share capital of the Company; (ii) the allotment and issue of the New Shares; and (iii) the giving, on behalf of the Company, of consent to any modification of, or addition or condition to, the Scheme, which the Supreme Court of Bermuda may see fit to impose, and to do all other acts and things and/or sign such documents considered by them to be necessary or desirable in connection with the implementation of the Scheme and in relation to the proposed privatisation of the Company by the Joint Offerors by way of the Scheme as a whole."		

Date: _____

Signature ^(Note 6) : _____

Contact number: _____

Notes:

- Please insert your full name(s) and address(es) in BLOCK CAPITALS. The names of all joint holders should be stated.
- Please insert the number of shares of the Company registered in your name(s) to which this form of proxy relates. If no number is inserted, this proxy form will be deemed to relate to all the shares in the Company registered in your name(s). A shareholder who is the registered holder of two or more shares may appoint more than one proxy to attend and vote on his/her behalf at the SGM provided that if more than one proxy is so appointed, the appointment shall specify the number of shares in respect of which each such proxy is so appointed.
- If you wish to appoint any other person as your proxy you should delete the reference to The Chairman of the SGM and insert the name and address of the proxy you wish to appoint. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE SGM WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT. Your proxy need not be a member of the Company, but must attend the SGM in person to represent you.
- IF YOU WISH TO VOTE FOR THE SPECIAL/ ORDINARY RESOLUTIONS, TICK ("✓") THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE SPECIAL/ ORDINARY RESOLUTIONS, TICK ("✓") THE APPROPRIATE BOX MARKED "AGAINST". Failure to complete either box will entitle your proxy to cast your vote or abstain at his/her discretion. Your proxy will also be entitled to vote or abstain at his/her discretion on any resolution or motion properly put to the SGM other than that referred to in the Notice.
- The resolutions will be voted upon by way of poll at the SGM.
- This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, executed under its seal or under the hand of an officer, attorney of other person duly authorised.
- This proxy form, together with any power of attorney or other authority (if any) under which it is signed or a certified copy thereof, should be lodged with the administrator of the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the SGM or any adjournment thereof.
- In the case of joint registered holders of any share, any one of such persons may vote at the SGM, either in person or by proxy, in respect of such share as if he/she was solely entitled thereto, but if more than one of such joint holders be present at the SGM, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- Completion and return of this proxy form will not preclude you from attending and voting in person at the SGM (or any adjournment thereof) and in such event the proxy will be revoked by operation of law.

* For identification purpose only