



TWG

Tsit Wing International Holdings Limited

捷榮國際控股有限公司*

(Incorporated under the laws of Bermuda with limited liability)

(Stock Code: 2119)

**FORM OF PROXY FOR THE ANNUAL GENERAL MEETING
TO BE HELD ON 18 APRIL 2019
AT 10 A.M. (OR AT ANY ADJOURNMENT THEREOF)**

I/We¹ (Name) _____
of (address) _____
being the registered holder(s) of _____² ordinary shares of HK\$0.10 each in the share capital of TSIT WING INTERNATIONAL HOLDINGS LIMITED (the "Company"), HEREBY APPOINT the Chairman of the annual general meeting or³ (Name) _____ of (address) _____ as my/our proxy to attend, for the purpose of considering and, if thought fit, passing the following resolutions as set out in the notice convening the annual general meeting of the Company (the "Meeting") to be held at Ming Room I & II, 4/F, Sheraton Hong Kong Hotel & Towers, 20 Nathan Road, Kowloon, Hong Kong on Thursday, 18 April 2019 at 10 a.m. (or at any adjournment thereof) (the "Notice"), and vote for me/us in my/our names in respect of the resolutions as indicated below, or, if no such indication is given, as my/our proxy thinks fit and in respect of any other business that may properly come before the Meeting and/or at any adjournment thereof.

ORDINARY RESOLUTIONS ⁴		For ⁵	Against ⁵
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries (the "Group") and the reports of the directors and independent auditors for the year ended 31 December 2018.		
2.	To declare a final dividend of HK\$5.78 cents per Share in respect of the financial year ended 31 December 2018.		
3.	A To re-elect Mr. Wong Tat Tong as an executive director of the Company. B To re-elect Mr. Wu Kam On Keith as an executive director of the Company.		
4.	To authorise the board of directors (the "Board") to fix the remuneration of the directors of the Company (the "Directors").		
5.	To re-appoint Messrs. Ernst & Young, Certified Public Accountants, as auditors of the Company and to authorise the Board to fix their remuneration.		
6.	To grant a general and unconditional mandate to Directors to allot, issue and otherwise deal with additional Shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.		
7.	To grant a general and unconditional mandate to the Directors of the Company to repurchase Shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.		
8.	Conditional upon the passing of resolutions no. 6 and 7 set out in the Notice, to extend the general mandate granted by resolution no. 6 by adding thereto the Shares repurchased pursuant to the general mandate granted by resolution no. 7.		

Shareholder's Signature⁶: _____

Dated: _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of shares registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all those shares in the capital of the Company registered in your name(s).
- Any shareholder of the Company (the "Shareholder") entitled to attend and vote at the annual general meeting of the Company is entitled to appoint one or more proxies to attend and vote instead of him/her/it. A proxy need not be a shareholder of the Company. If no name inserted, the Chairman of the meeting will act as your proxy. If any proxy other than the Chairman of the meeting is preferred, strike out the words "the Chairman of the meeting or" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE DULY INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- The description of these resolutions is by way of summary only. The full text appears in the notice convening the Meeting which is contained in the circular of the Company dated 19 March 2019 and despatched to the Shareholders together with this Form of Proxy.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE BOX MARKED "AGAINST".** Failure to tick either box will entitle your proxy to cast the vote at his/her/its discretion. Your proxy will also be entitled to vote at his/her/its discretion on any resolution properly put to the meeting other than that referred to in the notice convening the meeting. If you wish to vote part of your Shares for and part of your Shares against the relevant resolution, please insert the number of Shares in the relevant box.
- This form of proxy shall be in writing under the hand of appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same. In the case of this form of proxy purporting to be signed on behalf of a corporation by an officer thereof it shall be assumed, unless the contrary appears, that such officer was duly authorised to sign this form on behalf of the corporation without further evidence of the fact.
- Any Shareholder entitled to attend and vote at the annual general meeting shall be entitled to appoint another person (who must be individual) as his/her/its proxy to attend and vote instead of him/her/it and a proxy so appointed shall have the same right as the shareholder to speak at the meeting. On a poll, votes may be given either personally or by proxy. A proxy need not be a shareholder. A shareholder who holds more than one Share may appoint more than one proxy to attend on the same occasion.
- 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 the votes of the other joint holders, and for this purpose seniority will be determined by the order in which the names stand in the register of members in respect of the joint holding.
- In order to be valid, this form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services 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 adjournment thereof.
- Completion and deposit of this form of proxy will not preclude you from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
- The company reserves its right to treat any form of proxy which have been incorrectly completed in some planner as valid of such incorrectness is considered by the Company, as its absolute discretion, not material.
- A Shareholder or his/her/its proxy should produce proof of identity when attending the Meeting. If a corporate Shareholder appoints its representative to attend the Meeting, such representative should produce proof of identity and a copy of the resolution of the board of directors or other governing body of that Shareholder appointing such representative to attend the Meeting.

This Form of Proxy is made in English and Chinese. In case of inconsistency, the English version shall prevail.

PERSONAL INFORMATION COLLECTION STATEMENT

- "Personal Data" in these statements has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- The supply of your Personal Data to the Company is on a voluntary basis and such data will be used for processing your instructions as stated in this form of proxy.
- Your Personal Data will not be transferred to any third parties (other than the Share Registrars of the Company) unless it is a requirement to do so by law, for example, in response to a court order or a law enforcement agency's request and will be retained for such period as may be necessary for our verification and record purposes.
- You and your appointed proxy have the right to request access to and/or to correct the respective Personal Data in accordance with the provisions of the PDPO. Any such request should be in writing and any such request should be in writing to Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong.

* For identification purposes only