



創興銀行有限公司 Chong Hing Bank Limited

(a Hong Kong-incorporated limited liability company)

(Stock Code: 01111)

FORM OF PROXY

¹ Number of shares to which this form of proxy relates	
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I / We², _____
of _____,
registered shareholder(s) of Chong Hing Bank Limited (the "Bank"), hereby appoint³ the Chairman of the Meeting or, failing him,
_____ of _____

as my / our proxy to attend, act and vote on my / our behalf **at the Annual General Meeting of the Shareholders of the Bank to be held on the 27th Floor, Chong Hing Bank Centre, 24 Des Voeux Road Central, Hong Kong on Thursday, 8 May 2014 at 11 am and at any adjournment thereof**⁴ on the resolutions referred to in the Notice of the Annual General Meeting (with or without modification) as indicated below:

ORDINARY RESOLUTIONS	FOR ⁵	AGAINST ⁵	ABSTAIN ⁵
1. To receive and adopt the Financial Statements and the Reports of the Directors and Auditor for the year ended 31 December 2013.			
2. To declare the final cash dividend for the year ended 31 December 2013 of HK\$0.33 per share.			
3. To re-elect the following directors: (i) Mr ZHANG Zhaoxing (ii) Mrs LEUNG Ko May Yee Margaret (iii) Mr ZHU Chunxiu (iv) Mr WANG Shuhui (v) Mr LI Feng (vi) Mr LEE Ka Lun (vii) Mr LAU Wai Man (viii) Mr CHENG Yuk Wo and to fix the directors' fee for the year ending 31 December 2014 at HK\$350,000 for the Chairman, HK\$300,000 for each of the independent non-executive directors, HK\$300,000 for each of the non-executive directors with committee responsibilities, HK\$220,000 for each of the non-executive directors without committee responsibilities, and HK\$180,000 for each of the other directors.			
4. To appoint Messrs PricewaterhouseCoopers as the Bank's auditor and to authorise the directors to fix the auditor's remuneration.			
5. To grant a general mandate to the directors to repurchase shares in the Bank not exceeding 10 percent of its issued share capital.			
6. To grant a general mandate to the directors to allot and issue additional shares in the Bank not exceeding 20 percent of its issued share capital.			
7. To extend the general mandate granted under Resolution 6 by adding the number of shares repurchased under Resolution 5 to the number of additional shares permitted to be allotted and issued.			

Dated this _____ day of _____ 2014 Signature(s)⁶ _____

NOTES:

- Please insert the number of shares registered in your name(s). If no number is inserted (or if a number larger than your registered shareholding is inserted), this form of proxy will be deemed to relate to all the shares in the Bank registered in your name(s).
- Please insert full name(s) and address(es) in **BLOCK LETTERS**.
- If any proxy other than the Chairman of the Meeting is preferred, strike out the relevant reference and insert the name and address of the proxy desired in the space provided. A member may appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Bank. **ANY ALTERATIONS MADE TO THIS FORM OF PROXY MUST BE DULY SIGNED.**
- 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 notarially certified copy of that power of attorney or authority, must be deposited with the Bank's registered office at Ground Floor, Chong Hing Bank Centre, 24 Des Voeux Road Central, Hong Kong not less than 48 hours before the time appointed for the Meeting and any adjournment thereof. Deposit of this form of proxy shall not preclude a shareholder from attending and voting in person at the Meeting and any adjournment thereof, in which event this form of proxy shall be deemed to be revoked.
- IF YOU WISH TO VOTE OR ABSTAIN FROM VOTING, PLEASE PLACE AN "X" IN THE APPROPRIATE BOX.** If you do not indicate how you wish your proxy to vote, your proxy will exercise his discretion as to whether to vote for or against the resolution(s) or to abstain from voting. Abstentions, which are neither positive nor negative votes, do not count when tallying the votes. Your proxy will be entitled to vote at his discretion on any other resolutions properly put to the Meeting and any adjournment thereof besides those set forth in the Notice convening the Meeting.
- This form of proxy must be signed under the hand of the appointor or his attorney duly authorised in writing, or if the appointor is a corporation, either under its seal or under the hand of its duly authorised officer or attorney. In the case of joint shareholders, the vote of the senior who tenders a vote, whether in person or by proxy, shall prevail over the vote(s) of the other joint shareholder(s). For this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Bank in respect of the share(s) concerned, the first named being the senior.