



(Incorporated in Hong Kong with limited liability)
(Stock Code: 1111)

PROXY FORM

EXTRAORDINARY GENERAL MEETING – 30 August 2021 (or any adjournment thereof)

Number of shares to which this proxy form relates ⁽¹⁾	
--	--

Proxy form for the extraordinary general meeting of Chong Hing Bank Limited on Monday, 30 August 2021 at 10:30 a.m. or, if later, on the same day and at the same place immediately after the meeting of the holders of Scheme Shares (as defined in the Scheme) convened at the direction of the High Court of the Hong Kong Special Administrative Region for the same place and day shall have been concluded or adjourned (or any adjournment thereof) (the “Meeting”).

I/We⁽²⁾, _____

of _____, being the registered shareholder(s) of **Chong Hing Bank Limited** (the “Company”), hereby appoint⁽³⁾ the Chairman of the Meeting or _____ (name) of _____ (address) as my/our proxy to attend, act and vote on my/our behalf at the Meeting to be held at 13th, 27th and/or 28th Floor(s) (with registration taking place on 27th Floor), Chong Hing Bank Centre, 24 Des Voeux Road Central, Hong Kong on Monday, 30 August 2021 at 10:30 a.m. or, if later, on the same day and at the same place immediately after the meeting of the holders of Scheme Shares (as defined in the Scheme) convened at the direction of the High Court of the Hong Kong Special Administrative Region (the “Court”) for the same place and day shall have been concluded or adjourned and at any adjournment thereof⁽⁴⁾ on the resolutions referred to in the notice of the Meeting (with or without modification, as my/our proxy may approve) as indicated below and, if no such indication is given, as my/our proxy thinks fit. Capitalised terms used herein shall have the same meanings as those defined in the notice of the Meeting:

SPECIAL RESOLUTION		FOR ⁽⁵⁾	AGAINST ⁽⁵⁾
1.	(a) To approve the Scheme between the Company and the Scheme Shareholders (as defined in the Scheme) in the form of the print contained in the Scheme Document, with any modification of or addition to it, or any condition, as may be approved or imposed by the Court; (b) To reduce the issued share capital of the Company for the purpose of giving effect to the Scheme, on the Effective Date (as defined in the Scheme), by cancelling and extinguishing the Scheme Shares (as defined in the Scheme) in issue on the Scheme Record Date (as defined in the Scheme); and (c) To authorise the directors of the Company to do all such acts and things considered by them to be necessary or desirable in connection with the implementation of the Scheme and the reduction of capital pursuant to the Scheme, including (without limitation) the giving of consent, on behalf of the Company, to any modification of or addition to, the Scheme or the reduction of capital, which the Court may see fit to impose.		
ORDINARY RESOLUTION		FOR ⁽⁵⁾	AGAINST ⁽⁵⁾
2.	(a) To restore, subject to and forthwith upon the reduction of capital referred to in resolution 1(b) taking effect, the share capital of the Company to its former amount by the issue by the Offeror SPV Entity of such number of new shares of the Company (credited as fully-paid by applying the reserve created as a result of such cancellation, extinguishment and reduction) as is equal to the number of the Scheme Shares cancelled and extinguished; (b) The Company to apply the credit arising in its books of account as a result of the reduction of capital in paying up in full the new shares of the Company to be allotted and issued, credited as fully paid, to the Offeror SPV Entity, and to authorise the directors of the Company to allot and issue the same accordingly; (c) To withdraw the listing of the shares of the Company on the Stock Exchange, subject to the Scheme taking effect; and (d) To authorise the directors of the Company to do all such acts and things 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 Offeror by way of the Scheme as a whole, including (without limitation) (i) the making of an application to the Stock Exchange for the withdrawal of the listing of the shares of the Company on the Stock Exchange, subject to the Scheme taking effect; and (ii) the allotment and issue of the shares of the Company referred to above.		

Dated this _____ day of _____ 2021

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 proxy form will be deemed to relate to all the shares in the Company registered in your name(s).
- Please insert full name(s) and address(es) in **BLOCK LETTERS**. The names of all joint registered holders should be stated.
- 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 Company but must attend the Meeting in person to represent you. **ANY ALTERATIONS MADE TO THIS PROXY FORM MUST BE DULY INITIALED BY THE PERSON WHO SIGNS IT.**
- To be valid, this completed proxy form, 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 Company's share registrar and transfer office, Computershare Hong Kong Investor Services Limited of 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, as soon as possible but in any event not less than 48 hours before the time appointed for the Meeting (i.e. on or before Friday, 27 August 2021 at 10:30 a.m. (Hong Kong time)) or any adjournment thereof, provided that no account is to be taken of any part of a day that is a public holiday, for the avoidance of doubt, Sunday is a public holiday. Deposit of this proxy form shall not preclude a shareholder from attending and voting in person or online through the Online Platform in the case of the Overseas Registered Shareholders, at the Meeting and any adjournment thereof, in which event this proxy form shall be deemed to be revoked by operation of law.
- IF YOU WISH TO VOTE FOR OR AGAINST THE RESOLUTION, 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). 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 proxy form must be signed under the hand of the appointor or his/her attorney duly authorised in writing, or if the appointor is a corporation, either under its common 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 Company in respect of the share(s) concerned, the first named being the senior.

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").
- Your supply of Personal Data to the Company is on a voluntary basis. Failure to provide sufficient information may result in the Company not being able to process your appointment of proxy and instructions.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its share registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for our verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing to the Personal Data Privacy Officer of Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.