

NGA CHUN HOLDINGS COMPANY LIMITED

雅駿控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1462)

Proxy Form for 2015 Annual General Meeting (or any adjournment thereof)

I/We^(note 1) _____
of _____
being the registered holder(s) of ^(note 2) _____ shares of HK\$0.01 each in the capital of Nga Chun Holdings Company Limited (the “Company”), hereby appoint the chairman of the annual general meeting (the “Meeting”) of the Company, or ^(note 3) _____
of _____
as my/our proxy to attend the Meeting (or any adjournment thereof) to be held at Meeting Room, Unit B, 10/F., Summit Building, 30 Man Yue Street, Hung Hom, Kowloon, Hong Kong on 18 September 2015 (Friday) at 10:00 a.m. and to vote on my/our behalf in respect of the following resolutions as indicated.

Resolutions		For ^(note 4)	Against ^(note 4)
1.	To receive and adopt the audited financial statements of the Company, the report of the directors of the Company (the “Directors”) and the independent auditors’ report of the Company for the year ended 31 March 2015.		
2.	To declare a final dividend of HK\$0.03 per share for the year ended 31 March 2015.		
3.	To re-elect Mr. Fung Chi Wing as an executive Director.		
4.	To re-elect Ms. Fung Mei Lan as an executive Director.		
5.	To re-elect Ir Wong Chi Wai as an executive Director.		
6.	To re-elect Ir Ho Pun Hing as an independent non-executive Director.		
7.	To re-elect Ir Szeto Ka Sing as an independent non-executive Director.		
8.	To re-elect Dr. Leung Shiu Ki Albert as an independent non-executive Director.		
9.	To authorise the board of Directors of the Company (the “Board”) to fix the remuneration of the Directors.		
10.	To re-appoint Ernst & Young as the Company’s auditors and to authorise the Board to fix their remuneration.		
11.	To grant a general mandate to the Directors to allot, issue and deal with additional shares in the Company not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing this resolution.		
12.	To grant a general mandate to the Directors to repurchase shares in the Company not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing this resolution.		
13.	To extend the authority to allot, issue and deal with shares in the Company by an additional amount representing such amount of shares as repurchased pursuant to the authority granted under resolution number 12.		

Dated: _____

Signature^(note 7): _____

Notes:

- Please insert full names and addresses in **BLOCK LETTERS**.
- Please insert the number of ordinary shares of HK\$0.01 each in the capital of the Company registered in your name(s). 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).
- If any proxy other than the Chairman of the Meeting is preferred, strike out “the chairman of the annual general meeting (the “Meeting”) of the Company” and insert the name and address of the proxy desired in the space provided.
- IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE RELEVANT BOX MARKED “AGAINST”. Failure to tick either box will entitle your proxy to cast your vote or abstain at his discretion.** Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting. Shares abstained (if any) will not be counted in the calculation of the required majority.
- You are requested to lodge this form, together with the power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, at the Company’s share registrars, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 48 hours in advance of the time fixed for the meeting or any adjournment thereof.
- 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 holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members.
- This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of any officer or attorney or other person duly authorised.
- Any alterations made in this proxy form must be initialed by the person who signs it.
- The proxy need not be a shareholder of the Company but must attend the Meeting in person to represent you.
- Completion and return of this form will not preclude you from attending and voting in person at the Meeting (or any adjournment thereof) if you wish to do so.