



# SUN HING VISION GROUP HOLDINGS LIMITED

## 新 興 光 學 集 團 控 股 有 限 公 司\*

(Incorporated in Bermuda with limited liability)

(Stock Code: 125)

### FORM OF PROXY FOR ANNUAL GENERAL MEETING

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>2</sup> \_\_\_\_\_ shares of HK\$0.10 each in the capital of the abovenamed company (the "Company"), HEREBY APPOINT<sup>3</sup> the Chairman of the meeting, or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and vote for me/us and on my/our behalf at the said meeting of the Company to be held at Lotus and Magnolia Rooms, The Royal Garden, 69 Mody Road, Tsim Sha Tsui East, Kowloon, Hong Kong, on Friday, 19 August 2016 at 10:00 a.m. (or at any adjournment thereof) in respect of the resolutions set out in the notice convening the said meeting as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

	Resolutions	For <sup>4</sup>	Against <sup>4</sup>
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditors for the year ended 31 March 2016.		
2.	To re-elect Mr. Ku Ka Yung as executive Director.		
3.	To re-elect Mr. Chan Chi Sun as executive Director.		
4.	To re-elect, approve and confirm the continuous appointment of Mr. Lo Wa Kei, Roy as independent non-executive Director who has served the Company for more than nine years as an independent non-executive Director.		
5.	To authorise the board of directors to fix the remuneration of the directors.		
6.	To re-appoint auditors and to authorise the board of directors to fix their remuneration.		
7.	To declare a final dividend and a final special dividend for the year ended 31 March 2016.		
8.	A. To grant a general mandate to the directors to allot and issue shares.		
	B. To grant a general mandate to the directors to repurchase the Company's own shares.		
	C. To add the number of the shares repurchased under resolution 8B to the mandate granted to the directors under resolution 8A.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2016. Signature(s)<sup>6</sup> \_\_\_\_\_

**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). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- If any proxy other than the Chairman of the meeting is preferred, delete 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 INITIALED BY THE PERSON WHO SIGNS IT.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST". Failure to tick a box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- To be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed must be deposited at the Company's Branch Share Registrar in Hong Kong, Union Registrars Limited, Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not less than 48 hours before the time appointed for holding the said meeting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under its seal or under the hand of any officer or attorney or other person duly authorised.
- Where there are joint registered holders of any share(s), any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share(s) as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the meeting, personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such share(s) shall alone be entitled to vote in respect thereof.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.

\* For identification purposes only