



**興勝創建控股有限公司**  
**HANISON CONSTRUCTION HOLDINGS LIMITED**  
*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 00896)

**FORM OF PROXY**  
**FOR USE AT THE EXTRAORDINARY GENERAL MEETING TO BE HELD**  
**ON TUESDAY, 19 MAY 2015 AND AT ANY ADJOURNMENT THEREOF**

I/We, <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ share(s)  
of HK\$0.1 each in the capital of Hanison Construction Holdings Limited (the "Company"), **HEREBY APPOINT** the  
Chairman of the Meeting or <sup>(Notes 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend the extraordinary general meeting of the Company (or any adjournment thereof) to be held at  
JW Marriott Ballroom, Level 3, JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Tuesday,  
19 May 2015 at 11:30 a.m. (the "Meeting") for the purpose of considering and, if thought fit, passing, with or without  
modification, the following resolution set out in the notice convening the Meeting, and to vote for me/us at the Meeting  
as indicated below, and if no such indication is given, as my/our proxy thinks fit.

<b>ORDINARY RESOLUTION</b>	<b>FOR</b> <sup>(Note 4)</sup>	<b>AGAINST</b> <sup>(Note 4)</sup>
To approve, ratify and confirm the Disposal and execution of incidental documents, with or without modification. Full text of the resolution is set out in the notice of the Meeting.		

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

**Notes:**

1. Full name(s) and address(es) must be inserted in **BLOCK CAPITAL**.
2. 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).
3. If any proxy other than the Chairman is preferred, please strike out "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 initialled by the person(s) who sign(s) it.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RELEVANT RESOLUTION, TICK THE BOX MARKED "AGAINST".** Failure to tick either box will entitle your proxy to cast your vote or abstain at his discretion on the relevant resolution. 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.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, either under its common seal or under the hand of an officer or attorney duly authorised in writing.
6. 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 or authority must be deposited at the Company's Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time for holding the Meeting or any adjournment thereof.
7. Any member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote for him. A proxy need not be a member of the Company.
8. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority shall be determined by reference to the order in which the names stand on the Register of Members in respect of the joint holding.
9. Completion and return of the form of proxy shall not preclude a member from attending and voting in person at the Meeting or any adjournment thereof should he so wish.