



# WINFOONG INTERNATIONAL LIMITED

(榮豐國際有限公司\*)

(Incorporated in Bermuda with limited liability)

(Stock code: 63)

I/We<sup>1</sup>, ..... of ..... being the registered holder(s) of<sup>2</sup> ..... shares of HK\$0.05 each in the capital of Winfoong International Limited (the “Company”) hereby appoint<sup>3</sup> ..... of ..... or failing him ..... of ..... or failing him the chairman of the meeting as my/our proxy to vote for me/us and on my/our behalf at the annual general meeting of the Company to be held at Boardroom 3-4, Mezzanine Floor, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on 27 May 2016 at 10:00 a.m., and at any adjournment thereof.

Ordinary Resolutions		For <sup>4</sup>	Against <sup>4</sup>
1.	To receive and consider the statement of accounts and the reports of the directors and the auditor for the year ended 31 December 2015.		
2.	(a) To re-elect Mr. Chan Meng as Director.		
	(b) To re-elect Mr. Mak Tin Sang as Director.		
	(c) To re-elect Mr. Yuan Li Min as Director.		
	(d) To re-elect Mr. Li Feng Mao as Director.		
	(e) To re-elect Mr. Leung Po Hon as Director.		
	(f) To re-elect Mr. Li Jing Bo as Director.		
	(g) To re-elect Mr. Shigeki Tanaka as Director.		
	(h) To authorise the board of Directors to fix the Directors’ remuneration.		
3.	To re-appoint Crowe Horwath (HK) CPA Limited as Auditor and to authorise the board of Directors to fix their remuneration.		
4.	(a) To approve share repurchase mandate (Ordinary Resolution on item (4)A. of the notice of annual general meeting).		
	(b) To approve share issue mandate (Ordinary Resolution on item (4)B. of the notice of annual general meeting).		
	(c) To approve extension of share issue mandate (Ordinary Resolution on item (4)C. of the notice of annual general meeting).		
	(d) To refresh the general scheme limit of the share option scheme of the Company.		
5.	To increase the authorised share capital from HK\$150,000,000 (divided into 3,000,000,000 ordinary shares of HK\$0.05 each) to HK\$1,000,000,000 (divided into 20,000,000,000 ordinary shares of HK\$0.05 each) by the creation of 17,000,000,000 new ordinary shares of HK\$0.05 each, and that each such new ordinary share, upon issue, shall rank pari passu in all respects with the existing ordinary shares.		
Special Resolution			
6.	To consider and approve the amendment to the Memorandum of Association.		

Date this ..... day of ..... 2016

Signature(s)<sup>7</sup> .....

## Notes:

- Full name(s) and address(es) to be inserted in BLOCK CAPITAL.
- 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).
- Full name(s) and address(es) to be inserted in BLOCK CAPITALS. If not completed, the Chairman of the meeting will act as your proxy.
- Important: Please indicate with a “tick” in the appropriate box beside each of the resolutions how you wish the proxy to vote on your behalf. If no direction is given, the proxy will vote or abstain as he thinks fit.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority, must be deposited at the Company’s branch 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 appointed for holding the meeting.
- In case of joint holders of a share, the vote of the person whose name stands first on the register of members in respect of such share shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
- This proxy must be signed by you or your attorney duly authorised in writing or, if you are a corporation, must either be executed under seal or under the hand of an officer or attorney duly authorised.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and delivery of this proxy form will not preclude you from attending and voting at the meeting in person if you so wish, but the authority of your proxy will be deemed to be revoked forthwith.

\* For identification purpose only