

**Form of Proxy for use at the Extraordinary General Meeting  
 to be convened on 3 November 2016 (“EGM”)  
 (or any adjournment thereof)**

I/We (Note 1) \_\_\_\_\_  
 of \_\_\_\_\_  
 being the registered holder(s) of (Note 2) \_\_\_\_\_ shares of HK\$0.01 each (the “Shares”)  
 in the capital of Ming Fai International Holdings Limited (the “Company”), hereby appoint the chairman of the EGM or  
 (Note 3) \_\_\_\_\_  
 of \_\_\_\_\_  
 as my/our proxy (Note 4) to act for me/us at the EGM (and at any adjournment thereof) of the Company to be held at Unit  
 D3, 8/F, TML Tower, No. 3 Hoi Shing Road, Tsuen Wan, New Territories, Hong Kong on 3 November 2016 at 10:00 a.m.  
 for the purpose of considering and, if thought fit, passing the following resolution as set out in the notice convening the  
 EGM and at the EGM, and at any adjournment thereof, to vote for me/us in my/our name(s) as indicated below in respect  
 of such resolution and, if no such indication is given, as my/our proxy thinks fit.

Unless the context otherwise requires, capitalised terms used in this form of proxy shall bear the same meanings as those  
 defined in the circular of the Company dated 14 October 2016.

ORDINARY RESOLUTION	FOR (Note 5)	AGAINST (Note 5)
To approve the Sale and Purchase Agreement and the transactions contemplated thereunder as set out in the notice of EGM. (Note 6)		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2016.

Shareholders’ signature (Notes 7&8): \_\_\_\_\_

*Notes:*

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint 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 such Shares registered in your name(s).
- Please 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 who signs it.** If no name is inserted, the duly appointed chairman of the EGM will set as your proxy.
- A proxy need not be the chairman of the EGM. If you wish to appoint a person other than the chairman of the EGM as your proxy, please delete the words “the chairman of the EGM or” and insert the name and address of the person appointed as your proxy in the space provided.
- IMPORTANT: If you wish to vote for or against the resolution, please place a “✓” in the box marked “FOR” or the box marked “AGAINST” as appropriate. Failure to complete a box will entitle your proxy to cast your vote(s) 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 EGM other than that referred to in the notice convening the EGM.**
- The full text of this resolution appears in the notice of the EGM dated 14 October 2016.
- This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under its seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
- In case of joint holders of any share, any one of such joint holders may vote at the EGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting personally or by proxy, then one of the said persons so present being the most or, as the case may be, the more senior shall alone be entitled to vote in respect of the relevant joint holding and, for this purpose, seniority shall be determined by reference to the order in which the names of the joint holders stand on the register in respect of the relevant joint holding.
- A proxy need not be a member of the Company.
- In order to be valid, this form of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, shall be delivered to the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.**

\* For identification purpose only