



**GOLDLION HOLDINGS LIMITED**  
**金利來集團有限公司**  
 (incorporated in Hong Kong under the Hong Kong Companies Ordinance)  
 (Stock Code: 533)

**Annual General Meeting  
 Proxy Form**

Proxy Form for the Annual General Meeting (the "Meeting") of Goldlion Holdings Limited (the "Company") to be held at the Main Conference Room, 7th Floor, Goldlion Holdings Centre, 13...15 Yuen Shun Circuit, Siu Lek Yuen, Shatin, New Territories, Hong Kong at 10:30 a.m. on Friday, 23rd May 2014.

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
 of <sup>(Note 1)</sup> \_\_\_\_\_  
 being the holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ shares of the Company, HEREBY APPOINT

of \_\_\_\_\_  
 or the Chairman of the Meeting (Note 3) as my/our proxy/proxies to attend and speak for me/us and on my/our behalf at the Meeting to be held at the Main Conference Room, 7th Floor, Goldlion Holdings Centre, 13...15 Yuen Shun Circuit, Siu Lek Yuen, Shatin, New Territories, Hong Kong at 10:30 a.m. on Friday, 23rd May 2014 (or at any adjournment thereof) and at the Meeting (or at any adjournment thereof) to vote for me/us and on my/our behalf on the under-mentioned resolutions as indicated below:

RESOLUTIONS		FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>
1.	To receive and adopt the audited accounts and reports of the Directors and of the auditors of the Company for the year ended 31st December 2013.		
2.	To declare a final dividend in respect of the year ended 31st December 2013.		
3.	To re-elect Dr. Tsang Hin Chi as Director.		
4.	To re-elect Mr. Ng Ming Wah, Charles as Director.		
5.	To re-elect Mr. Li Ka Fai, David as Director.		
6.	To appoint auditors and to authorize the Board of Directors to fix their remuneration.		
7.	To grant a general mandate to the Directors to repurchase Shares (ordinary resolution numbered 7 as set out in the Notice of Annual General Meeting).		
8.	To grant a general mandate to the Directors to issue, allot and deal with new Shares (ordinary resolution numbered 8 as set out in the Notice of Annual General Meeting).		
9.	To extend the general mandate to issue, allot and deal with new Shares to include any Shares repurchased by the Company (ordinary resolution numbered 9 as set out in the Notice of Annual General Meeting).		
10.	To adopt the New Share Option Scheme (ordinary resolution numbered 10 as set out in the Notice of Annual General Meeting).		

Dated the \_\_\_\_\_ day of \_\_\_\_\_ 2014 Shareholder's signature \_\_\_\_\_ <sup>(Note 5)</sup>

Note:

- Full name(s) and address(es) to be inserted in BLOCK CAPITALS.
- Please insert the number of shares to which this proxy relates registered in your name(s). If no number is inserted, this proxy form will be deemed to relate to all the shares of the Company registered in your name(s).
- If you wish to appoint a proxy other than the Chairman of the Meeting, please strike out "or the Chairman of the Meeting" and insert the name and address of the proxy you wish to appoint in the space provided. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTIONS, PLEASE TICK IN THE BOX MARKED "FOR" BESIDE THE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTIONS, PLEASE TICK IN THE BOX MARKED "AGAINST" BESIDE THE RESOLUTION.** Failure to tick either box will entitle your proxy to vote at his discretion.
- This proxy form must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, this proxy form must be either under its common seal or under the hand of an officer or attorney or other person duly authorized.
- Where there are joint registered holders of any share of the Company, any one of such persons may vote at the Meeting, 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, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof. Several executors or administrators of a deceased member in whose name any share stands shall for this purpose be deemed joint holders thereof.
- To be valid, this proxy form together with any power of attorney or other authority (if any) under which it is signed or notarially certified copy thereof must be lodged with the registered office of the Company at 7th Floor, Goldlion Holdings Centre, 13...15 Yuen Shun Circuit, Siu Lek Yuen, Shatin, New Territories, Hong Kong not less than 48 hours before the time for holding of the Meeting or adjourned meeting (as the case may be).
- A proxy needs not be a member of the Company.
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting or at any adjournment thereof if you so wish.
- Any alteration made to this proxy form must be initialed by the person who signs it.