

Goldlion

利來

GOLDLION

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

The Annual General Meeting ("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, 22nd May 2015.

I, _____, being a registered holder of _____ shares of the Company, HEREBY

authorize 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, 22nd May 2015 (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 resolutions as set out below:

RESOLUTIONS	FOR <i>(Note 4)</i>	AGAINST <i>(Note 4)</i>
1. To approve and adopt the audited accounts and reports of the Directors and of the auditors of the Company for the year ended 31st December 2014.		
2. To declare a final dividend in respect of the year ended 31st December 2014.		
3. To re-elect Madam Wong Lei Kuan as Director.		
4. To re-elect Dr. Wong Ying Ho, Kennedy as Director.		
5. To re-elect Dr. Lau Yue Sun 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).		

Dated the _____ of _____ 2015

Shareholder's signature _____

Note:

1. Full name(s) and address(es) to be inserted in BLOCK 1.
2. Please insert the number of shares to which you are entitled to vote registered in your name(s). If no number is inserted, this will be deemed to be all the shares of the Company registered in your name(s).
3. 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 of the proxy you wish to appoint in the space provided. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING SHALL BE DEEMED TO BE THE PROXY.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTIONS, PLEASE TICK IN THE BOX "FOR". IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTIONS, PLEASE TICK IN THE BOX "AGAINST". IF YOU TICK IN BOTH BOXES, YOUR VOTE WILL BE DEEMED NULL AND VOID.**
5. This proxy form must be signed by you or your attorney duly authorized in writing and, if you are an individual, it must be signed under a common seal or under the hand of an officer or attorney or other authorized person. If you are a corporation, this proxy form must be signed under a common seal or under the hand of an officer or attorney or other authorized person.
6. Where there are joint registered holders of any share of the Company, any one of them 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 them 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 shares shall alone be entitled to vote in respect thereof. Several executors or administrators of a deceased member in whose name any shares stand shall for this purpose be deemed joint holders thereof.
7. 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 any adjournment thereof (including any postponed meeting (as the case may be)).
8. A proxy needs not be a member of the Company.
9. 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.
10. Any alteration made to this proxy form must be initialled by the person who signs it.