



HKC INTERNATIONAL HOLDINGS LIMITED

香港通訊國際控股有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock code: 248)

PROXY FORM

Form of proxy for use by shareholders at the annual general meeting to be held at 4:30 p.m. on Monday, 22 August, 2016 at 14/F., Block B, Vita Tower, 29 Wong Chuk Hang Road, Hong Kong or any adjournment thereof

I/We (note a) _____
of _____
being the registered holder(s) of _____ (note b)
shares of HK\$0.01 each in the capital of HKC International Holdings Limited (the "Company") hereby appoint the Chairman of the annual general meeting of the Company (the "Meeting") or _____
of _____
to act as my/our proxy (note c) to attend for me/us at the Meeting to be held at 4:30 p.m. on Monday, 22 August, 2016 at 14/F., Block B, Vita Tower, 29 Wong Chuk Hang Road, Hong Kong (or any adjournment thereof) for the purpose of considering and, if thought fit, passing the following resolutions as set out in the notice convening the Meeting and at the Meeting (or any adjournment thereof) to vote on my/our behalf and in my/our name(s) in respect of the said resolutions as indicated below or, if no indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR (note d)	AGAINST (note d)
1.	To receive and approve the audited consolidated financial statements and the report of the directors and the independent auditor's report for the year ended 31 March, 2016.		
2.	(a) To re-elect the retiring director Mr. Chan Ming Him, Denny as an executive director of the Company.		
	(b) To re-elect the retiring director Mr. Wu Kwok Lam as an executive director of the Company.		
	(c) To re-elect the retiring director Mr. Leung Shing Koon as an executive director of the Company.		
	(d) To re-elect the retiring director Ms. Chow So Fan, Candy as an executive director of the Company.		
	(e) To re-elect Mr. Chiu Ngar Wing as an independent non-executive director of the Company, who has already served the Company for more than nine years.		
	(f) To re-elect Dr. Chu Chor Lup as an independent non-executive director of the Company, who has already served the Company for more than nine years.		
	(g) To re-elect the retiring director Dr. Law Ka Hung as an independent non-executive director of the Company.		
	(h) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.		
3.	To re-appoint Li, Tang, Chen & Co as the Company's auditors and authorise the board of directors of the Company to fix their remuneration.		
4.	To approve the issue of bonus shares.		
5.	To grant a general mandate to the directors of the Company to allot, issue or otherwise, deal with the Company's unissued shares of HK\$0.01 each in the share capital of the Company, the aggregate nominal amount of which shall not exceed 20% of the aggregate nominal amount of issued share capital of the Company as at the date of passing of this resolution.		

Dated this _____ day of _____ 2016.

Shareholder's signature _____ (notes e, f, g and h)

Notes:

- Full name(s) and address(es) to be inserted in BLOCK CAPITAL LETTERS. The names of all joint registered holders should be stated.
- Please insert the number of shares of the Company ("Shares") registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the Shares registered in your name(s).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words "the Chairman of the annual general meeting of the Company (the "Meeting") or" and insert the name and address of the person appointed in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick ("✓") the boxes marked "For". If you wish to vote against any resolutions set out above, please tick ("✓") the boxes marked "Against". If the form of proxy returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- Where there are joint registered holders of any Shares, any one of such joint holders may vote, either personally or by proxy, in respect of such Shares as if he/she were solely entitled thereto, but if more than one of such holders 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.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- 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 notarially certified copy of such power or authority must be deposited at the office of the Company's Hong Kong branch share registrar, Pilare Limited at Room 1021, 10th Floor, Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong not less than 48 hours before the time for holding the Meeting or any adjournment thereof.
- Any alteration made to this form of proxy should be initialled by the person who signs the form.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting or any adjournment thereof if you so wish.

* For identification purposes only