



## JOLIMARK HOLDINGS LIMITED

### 映美控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2028)

#### Proxy Form for Annual General Meeting

I/We, <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ ordinary shares of HK\$0.01 each in the capital of **Jolimark Holdings Limited** (the "Company"), HEREBY APPOINT <sup>(Note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him/her, the chairman of the meeting as my/our proxy to act for me/us at the Annual General Meeting ("the Meeting") (or at any adjournment thereof) of the said Company to be held at Unit 01, 23A Floor, K. Wah Centre, 191 Java Road, North Point, Hong Kong on 18 May 2015 at 11:00 a.m. for the purpose of considering and, if thought fit, passing with or without amendment, the resolutions set out in the notice convening the Meeting and at the Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of such resolutions as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

	Resolutions	For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>
1.	To receive, consider and adopt the audited Consolidated Financial Statements and the Reports of the Directors and Auditors for the year ended 31 December 2014.		
2.	To declare a Final and Special Dividend for the year ended 31 December 2014.		
3.	(A) To re-elect Mr. Au Pak Yin as an Executive Director.		
	(B) To re-elect Mr. Ou Guo Liang as an Executive Director.		
	(C) To re-elect Mr. Yeung Kwok Keung as an Independent Non-Executive Director.		
4.	To authorize the Board of directors to fix the remuneration of the Director.		
5.	To re-appoint PricewaterhouseCoopers as Auditors and to authorize the Board of the Directors to fix their remuneration.		
6.	To grant general mandate to the Directors to issue new Shares. (Ordinary resolution 6 of the Notice).		
7.	To grant general mandate to the Directors to buyback Shares. (Ordinary resolution 7 of the Notice).		
8.	To extend the general mandate to issue new Shares of the Company by adding the number of the Shares bought back. (Ordinary resolution 8 of the Notice).		
9.	To adopt the new Share Option Scheme.		
10.	To terminate the existing share option scheme of the Company conditional upon passing of ordinary resolution 9 of the Notice.		

Dated the \_\_\_\_\_ day \_\_\_\_\_ of 2015

Signature(s)<sup>(Note 5)</sup> \_\_\_\_\_

Notes:

- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of HK\$0.01 each 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 Company registered in your name(s).
- Please insert the name and address of the proxy desired in the space provided in **BLOCK CAPITALS**. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY**. 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 form of proxy will not preclude you from attending and voting at the Meeting if you so wish.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE INDICATE WITH A TICK IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE INDICATE WITH A TICK IN THE RELEVANT BOX MARKED "AGAINST"**. Failure to complete the box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the Notice.
- This form of proxy must be executed either under its common seal or under the hand of an officer or attorney duly authorized.
- To be valid, this form of proxy together with the power of attorney or other authority (if any) under which it is signed, or a certified copy thereof, must be delivered to the branch share registrar and transfer office of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- Where there are joint holders of any Share, any one of such person may vote at the Meeting, either in person 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 the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders; and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
- The full text of the resolutions to be proposed at the Meeting are set out in the Notice.
- ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**