



**le saunda holdings ltd.**  
**萊爾斯丹控股有限公司\***

(incorporated in Bermuda with limited liability)

(Stock Code: 00738)

**Form of proxy for use at the Annual General Meeting  
(or any adjournment thereof)**

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>2</sup> \_\_\_\_\_  
ordinary share(s) ("Share(s)") of HK\$0.10 each in the capital of Le Saunda Holdings Limited (the "Company") HEREBY APPOINT the chairman ("Chairman") of  
the annual general meeting ("Meeting") of the Company, or<sup>3</sup> \_\_\_\_\_  
of \_\_\_\_\_  
to act as my/our proxy to attend and vote for me/us at the Meeting to be held at Solomon Financial Press Limited, Room 1703-1704, World-Wide House, 19 Des  
Voeux Road, Central, Hong Kong on Monday, 18 July 2022 at 10:30 a.m. (or at any adjournment thereof) on the resolutions set out in the notice<sup>10</sup> convening the  
Meeting ("Notice") as indicated below, and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR <sup>4</sup>	AGAINST <sup>4</sup>
1.	To receive and adopt the audited consolidated financial statements and the reports of the directors ("Directors") and auditor of the Company for the year ended 28 February 2022.		
2.	(1) To re-elect Mr. Li Wing Yeung, Peter as an executive Director.		
	(2) To re-elect Ms. Liu Tsz Yan as an executive Director.		
	(3) To re-elect Mr. Lam Siu Lun, Simon as an independent non-executive Director.		
	(4) To authorize the board of Directors ("Board") to appoint any person as a Director either to fill a casual vacancy or as an addition to the existing Board.		
	(5) To authorize the Board to fix the Directors' remuneration.		
3.	To re-appoint PricewaterhouseCoopers as auditor of the Company and to authorize the Board to fix its remuneration.		
4.	Resolution No. 4 as set out in the Notice (To grant a general mandate to the Directors to issue additional Shares not exceeding 20% of the total issued Shares) <sup>#</sup> .		
5.	Resolution No. 5 as set out in the Notice (To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the total issued Shares) <sup>#</sup> .		
6.	Resolution No. 6 as set out in the Notice (To extend the general mandate granted to the Directors for the issuance of additional Shares equal to the number of Shares repurchased under Resolution No. 5) <sup>#</sup> .		
SPECIAL RESOLUTION		FOR <sup>4</sup>	AGAINST <sup>4</sup>
7.	Resolution No. 7 as set out in the Notice (To approve the proposed amendments to the existing Bye-laws of the Company and the adoption of the Amended and Restated Bye-laws of the Company in substitution for and to the exclusion of the existing Bye-laws of the Company) <sup>#</sup> .		

<sup>#</sup> The full text of the above resolutions is set out in the Notice, which is included in the circular of the Company dated 16 June 2022.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2022 Signature(s)<sup>5</sup> \_\_\_\_\_

**Notes:**

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
- 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 the Shares registered in your name(s).
- If any proxy other than the Chairman is appointed, please delete the words "the chairman ("Chairman") of the annual general meeting ("Meeting") of the Company, or" and insert in **BLOCK CAPITALS** the full name and address of the proxy desired in the space provided. If no name is inserted, the Chairman of the Meeting will act as your proxy. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH YOUR PROXY TO VOTE FOR ANY PARTICULAR RESOLUTION, PLEASE TICK IN THE BOX MARKED "FOR". IF YOU WISH YOUR PROXY TO VOTE AGAINST ANY PARTICULAR RESOLUTION, PLEASE TICK THE BOX MARKED "AGAINST".** Failure to tick any or all the boxes will entitle your proxy to cast his/her vote or abstain from voting at his/her discretion. Your proxy will also be entitled to vote or abstain at his/her discretion on any resolution properly put to the Meeting other than those referred to in the Notice.
- 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 executed under its common seal or under the hand of any officer or attorney or other person duly authorized to sign the same.
- Where there are joint registered holders of any Share(s), any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such Share(s) as if he/she was solely entitled thereto, but if more than one of such joint 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 Share(s) shall alone be entitled to vote in respect thereof.
- 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 lodged with 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, Wan Chai, Hong Kong in any event not less than 48 hours before the time appointed for holding the Meeting (i.e. before 10:30 a.m. on Saturday, 16 July 2022 (Hong Kong time)) or any adjournment thereof.
- 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. In the event that you attend the Meeting after having lodged this form of proxy with the Company's Hong Kong branch share registrar, this form of proxy shall be deemed to have been revoked.
- Notice of the Meeting dated 16 June 2022 is set out in the circular of the Company dated 16 June 2022 sent to shareholders of the Company.
- The Chairman will demand a poll on each of the above resolutions at the Meeting. On a poll, every shareholders of the Company present in person or by proxy or (being a corporation) is represented by proxy shall have one vote for every Share held by him/her. The results of the poll will be published on the websites of The Stock Exchange Hong Kong Limited and the Company following the Meeting.

\* For identification purposes only