



C CHENG HOLDINGS LIMITED

思城控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1486)

FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING (OR ANY ADJOURNMENT THEREOF)

I/We (Note a) _____
of _____
being the registered holder(s) of (Note b) _____ share(s)
of HK\$0.01 each in the capital of C Cheng Holdings Limited (the “Company”) HEREBY APPOINT THE CHAIRMAN OF THE MEETING
or (Note c) _____
of _____
to act as my/our proxy/proxies at the annual general meeting of the Company to be held at 6th Floor, North Tower, World Finance Centre, Harbour City, Tsim Sha Tsui, Kowloon, Hong Kong on Tuesday, 4 June 2024 at 10:00 a.m. (the “Meeting”) (or any adjournment thereof) for the purposes of considering the businesses as set out in the notice convening the Meeting and at the Meeting to vote on my/our behalf as directed below or, if no such indication is given, as my/our proxy/proxies think(s) fit.

Please make a “✓” mark in the appropriate boxes to indicate how you wish your vote(s) to be cast (Note d).

| ORDINARY RESOLUTIONS* | | FOR | AGAINST |
|-----------------------|---|-----|---------|
| 1. | To receive, consider and approve the audited financial statements of the Company and the reports of the directors and auditors of the Company for the year ended 31 December 2023 | | |
| 2. | (a) To re-elect Mr. Liang Ronald as an executive director of the Company | | |
| | (b) To re-elect Mr. Wang Jun You as an executive director of the Company | | |
| | (c) To re-elect Mr. Deng Li Ming as an executive director of the Company | | |
| | (d) To re-elect Ms. Su Ling as an independent non-executive director of the Company | | |
| | (e) To authorise the board of directors to fix the remuneration of the directors of the Company | | |
| 3. | To re-appoint Ernst & Young as the Company’s auditors and authorise the board of directors to fix their remuneration | | |
| 4. | To grant a general mandate to the directors of the Company to allot, issue and deal with new shares of the Company | | |
| 5. | To grant a general mandate to the directors of the Company to repurchase shares of the Company | | |
| 6. | To extend the general mandate granted to the directors to issue new shares of the Company by adding the number of shares of the Company repurchased by the Company | | |

* The full text of the Resolutions is set out in the notice of the Meeting

Dated the _____ day of _____ 2024

Shareholder’s signature _____ (Notes e, f, g and h)

Notes:

- Full name(s) and address(es) as shown in the register of members of the Company are to be inserted in BLOCK CAPITALS. The name of all joint holders should be stated.
- 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 in the issued share capital of the Company registered in your name(s).
- A proxy need not be a member of the Company but must attend the Meeting in person to represent you. If you wish to appoint another person other than the Chairman of the Meeting as your proxy, please delete the words “THE CHAIRMAN OF THE MEETING or” and insert the name and address of the person appointed as your proxy in the space provided.
- If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his/her 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/her discretion. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the Meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The form of proxy must be signed by a shareholder, or his/her attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so 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 offices of the Company’s Hong Kong branch share registrar and transfer office, Union Registrars Limited, Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for holding the Meeting or any adjourned meeting thereof.
- Any alteration made to this form should be initiated by the person who signed the form.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting if you so wish. If you attend and vote at the Meeting, this form of proxy will be deemed to be revoked.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Meeting of the Company (the “Purposes”). We may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorized by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to Union Registrars Limited at the above address or to the Company at 15th Floor, North Tower, World Finance Centre, Harbour City, Tsim Sha Tsui, Kowloon, Hong Kong.