



合生創展集團有限公司*

HOPSON DEVELOPMENT HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 754)

website: <http://www.irasia.com/listco/hk/hopson>

FORM OF PROXY FOR SPECIAL GENERAL MEETING (or any adjournment thereof)

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ shares of HK\$0.10 each in the capital of the abovenamed company (the “Company”) HEREBY APPOINT ^(Note 3) the Chairman of the meeting, or _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the special general meeting of the Company (the “SGM”) to be held at Unit 4903–10, 49/F., The Center, 99 Queen’s Road Central, Central, Hong Kong on Friday, 14 June 2024 at 11:00 a.m. (or immediately after the annual general meeting of the Company to be held on the same day and at the same place at 10:30 a.m. shall have been concluded or adjourned) (or at any adjournment thereof) in respect of the resolution set out in the notice convening the SGM (the “Notice”) as hereunder indicated, and on any resolution or motion which is proposed thereat, and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION	FOR ^(Note 4)	AGAINST ^(Note 4)
“THAT the 2024 Framework Agreement, the 2024–2026 Transactions and the Annual Caps as set out in the circular of the Company dated 21 May 2024, a copy of which is tabled at the meeting for identification purpose, be and are hereby approved, confirmed and ratified; and any Director as authorised by the Board be and is hereby authorised to sign, execute, perfect, deliver all such documents and deeds, and to do all such acts, matters and things on behalf of the Company as he/she may in his/her discretion consider necessary or desirable for the purposes of or in connection with the implementation of the 2024 Framework Agreement and the 2024–2026 Transactions.”		

Dated this _____ day of _____ 2024. Signature(s) ^(Note 5) _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. 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 capital of the Company registered in your name(s).
3. If any proxy other than the Chairman of the meeting is preferred, delete the words “the Chairman of the meeting, or” and insert the name and address of the proxy desired in the space provided. The proxy need not be a member of the Company but must attend the meeting in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK IN THE BOX MARKED “AGAINST”.** Failure to tick a box will entitle your proxy to cast your vote or abstain 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.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under its common seal or under the hand of any officer or attorney or other person duly authorised.
6. 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 were solely entitled thereto, but if more than one of such joint holders is present at the meeting, personally or by proxy, then the holder so present whose name stands first on the register in respect of such share(s) shall alone be entitled to vote in respect thereof.
7. 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 of such power of attorney or other authority, must be deposited at the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for holding the SGM (i.e. not later than Wednesday, 12 June 2024 at 11:00 a.m. (Hong Kong time)) or any adjournment thereof.
8. Completion and return of this form of proxy will not preclude you from attending and voting in person at the SGM should you so wish and in such event, this form of proxy shall be deemed to be revoked.
9. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 21 May 2024.

* For identification purposes only