

WMHW Holdings Limited

萬民好物控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 8217)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON FRIDAY, 30 AUGUST 2024 AT 11:00 A.M. (OR AT ANY ADJOURNMENT THEREOF)

I/We ^(Note 1) _____
of _____
being the registered holder(s) of _____ ordinary share(s) ^(Note 2) of HK\$0.16 each of WMHW Holdings Limited (the “Company”), hereby appoint THE CHAIRMAN OF THE MEETING ^(Note 3), or _____
of _____
as my/our proxy to attend and act for me/us and on my/our behalf at the annual general meeting (the “Meeting”) of the Company to be held on Friday, 30 August 2024 at 11:00 a.m. at Portion 2, 12/F, The Center, 99 Queen’s Road Central, Central, Hong Kong, and any adjournment thereof, for the purposes of considering and, if thought fit, passing the ordinary resolutions as set out in the notice convening the Meeting as indicated below or if no such indication is given, as my/our proxy thinks fit and in respect of any other business that may properly come before the Meeting and/or at any adjournment thereof:

AS ORDINARY RESOLUTIONS ^(Note 5)		For ^(Note 4)	Against ^(Note 4)
1.	To receive, consider and adopt the audited consolidated financial statements of the Company, the report of the directors of the Company (the “Directors”) and the report of the auditors of the Company for the year ended 31 March 2024.		
2.	(i) To authorize the board of directors (the “Board”) to fix all the Directors’ remuneration.		
	(ii) (a) To re-elect Mr. Chen Jian as an executive Director;		
	(b) To re-elect Mr. Wong Chi Kan as an independent non-executive Director; and		
	(c) To re-elect Ms. Lao In Iam as an independent non-executive Director.		
3.	To re-appoint Infinity CPA Limited as auditors of the Company and to authorise the Board to fix their remuneration.		
4.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the aggregate number of issued share of the Company as at the date of passing this resolution (the “Issue Mandate”).		
5.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the aggregate number of issued share of the Company as at the date of passing this resolution (the “Repurchase Mandate”).		
6.	Conditional upon resolutions numbered 4 and 5 being passed, to extend the Issue Mandate by adding the number of shares of the Company repurchased by the Company under the Repurchase Mandate.		

The description of these resolutions is by way of summary only. The full text appears in the notice convening the AGM of the Company.

Dated this _____ day of _____ 2024

Signature ^(Note 6,8,9,10): _____

Notes:

- Please insert full name(s) and address(es) in BLOCK LETTERS as shown in the register of members of the Company. The names of all joint holders should be stated.
- Please insert the number of shares of the Company registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, strike out the words “THE CHAIRMAN OF THE MEETING, or” and insert the 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 INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE BOX MARKED “AGAINST”.** Failure to tick either box will entitle your proxy to cast your vote or abstain at his discretion. Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the Meeting and/or at any adjournment thereof other than those referred to in the notice convening the Meeting.
- The description of the resolutions is by way of summary only. The full text appears in the notice of the Meeting dated 26 July 2024.
- This form of 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 its seal or under the hand of an officer, attorney or other person authorized to sign the same.
- Any member entitled to attend and vote at the meeting of the Company is entitled to appoint one or, if he holds two or more shares of the Company, more proxies to attend and vote on his behalf. A member may appoint a proxy in respect of part only of his holding of shares of the Company. A proxy need not be a member of the Company but must attend the meeting in person to represent you.
- This form of proxy and (if required by the board of directors of the Company) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to the office of the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or adjourned meeting at which the person named in this form proposes to vote.
- Completion and delivery of this form of proxy shall not preclude a member from attending and voting in person at the Meeting (or any adjourned meeting thereof) and in such event, this form of proxy shall be deemed to be revoked.
- In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy or by representative, shall be accepted to the exclusion of the votes of the other joint holder(s); and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- Shareholders of the Company or their proxies attending the Meeting shall produce their identity documents.