



新創建 NWS

新創建集團有限公司* NWS HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)

(stock code: 659)

FORM OF PROXY

Form of proxy for use by shareholders at the special general meeting (the “Meeting”) of NWS Holdings Limited (the “Company”) to be held on Tuesday, 14 August 2018 at 11:30 a.m. or at any adjournment thereof

I/We ⁽¹⁾ _____
of _____
being the registered holder(s) of ⁽²⁾ _____ shares of HK\$1.00 each in the capital of the
Company, **HEREBY APPOINT** ⁽³⁾ _____
of _____

or failing him, the Chairman of the Meeting, as my/our proxy to attend on my/our behalf at the Meeting to be held at Meeting Room S421 (Harbour Road Entrance), Hong Kong Convention and Exhibition Centre, 1 Expo Drive, Wanchai, Hong Kong on Tuesday, 14 August 2018 at 11:30 a.m. (or at any adjournment thereof) for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting and at the Meeting (or at any adjournment thereof) to vote for me/us on my/our behalf in respect of the resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR ⁽⁴⁾	AGAINST ⁽⁴⁾
1.	(a) to approve, ratify and confirm the SP Agreement (as defined in the circular of the Company dated 20 July 2018 (the “Circular”)) in relation to the proposed sale of the entire issued share capital of Celestial Path Limited and all transactions contemplated thereunder; (b) to authorise the directors of the Company to do all such acts and things, to take all such steps and to sign or otherwise execute all such agreements, documents, deeds or instruments in connection with or to implement and/or to give effect to the SP Agreement and the transactions contemplated thereunder and all matters incidental thereto; and (c) to authorise the directors of the Company to agree to such variation, amendment, modification and/or waiver of any matters relating to or in connection with the SP Agreement and the transactions contemplated thereunder. ⁽⁵⁾		
2.	To approve the re-election of Mr. Ma Siu Cheung as Director.		
3.	To approve the re-election of Mr. Ho Gilbert Chi Hang as Director.		
4.	To approve the re-election of Mr. Chow Tak Wing as Director.		
5.	To approve the re-election of Mr. Wong Kwai Huen, Albert as Director.		

Dated this _____ day of _____ 2018 Shareholder’s signature ⁽⁶⁾: _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. In the case of joint registered holders, the names of all joint registered holders should be stated.
- Please insert the number of shares 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 in the Company registered in your name(s).
- Please insert the name and address of the proxy desired. **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 TO VOTE FOR ANY RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “AGAINST”.** Failure to do so will entitle your proxy to cast his 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 convening the Meeting.
- The full text of the resolution appears in the notice of the Meeting incorporated in the Circular.
- This form of proxy must be signed by you or your attorney duly authorised in writing or in the case of a corporation, must be executed either under its common seal or under the hand of an officer or attorney duly authorised in that behalf. The signature must match the records maintained by the branch share registrar of the Company in Hong Kong.
- Where there are joint registered holders of any share, any one of such persons may vote at the Meeting, either personally 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 personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
- In order to be valid, the completed 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 deposited at the branch share registrar of the Company in Hong Kong, Tricor Standard Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding of the Meeting or any adjournment thereof (as the case may be).
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the Meeting (or any adjournment thereof) if you so wish, but the authority of your proxy will be invalid forthwith.

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 (the “Purposes”). The Company may transfer your and your proxy’s (or proxies’) name(s) and address(es) to its agent, contractor or third party service provider who provides administrative, computer and other services to the Company for use in connection with the Purposes and to such parties who are authorised 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. You/your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) and any such request should be in writing and mailed to Privacy Compliance Officer of Tricor Standard Limited at the above address.

* For identification purposes only