



CCT LAND HOLDINGS LIMITED

(中 建 置 地 集 團 有 限 公 司)

(Incorporated in Bermuda with limited liability)

(Stock Code: 00261)

FORM OF PROXY FOR THE SPECIAL GENERAL MEETING TO BE HELD ON MONDAY, 6 JULY 2015 OR ANY ADJOURNMENT THEREOF (THE “SGM”)

I/We¹ _____
of _____

being the registered holder(s) of² _____ shares of HK\$0.01 each
(the “Share(s)”) in the share capital of CCT Land Holdings Limited (the “Company”), hereby appoint THE CHAIRMAN OF THE SGM³,
or _____
of _____

as my/our proxy to attend and act for me/us and on my/our behalf at the SGM to be held at 31/F., Fortis Tower, 77–79 Gloucester Road, Hong Kong on Monday, 6 July 2015 at 10:30 a.m. or at any adjournment thereof (as the case may be) for the purpose of considering and, if thought fit, passing the ordinary resolution(s) as set out in the notice convening the SGM (the “Notice”) and at the SGM to vote for me/us and in my/our name(s) in respect of such resolution(s) as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit. My/Our proxy will also be entitled to vote on any matter properly put to the SGM in such manner as he/she thinks fit.

ORDINARY RESOLUTION ⁵	FOR ⁴	AGAINST ⁴
THAT: (a) to approve, ratify and confirm the entering into and execution of the Deed by the Company and CCT Global; (b) to approve the Transactions contemplated under the Deed by the Company and CCT Global in favour of Jade Assets and CCT Fortis; and (c) to authorise any one Director, or any two Directors if the affixation of the common seal is necessary, to execute documents and do all such acts or things on behalf of the Company in connection with the Deed and the Transactions (details of the resolution as set out in the Notice).		

Signature⁶ _____

Dated _____

Notes:

- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of the Share(s) registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the Share(s) registered in your name(s).
- If any proxy other than the chairman of the SGM is preferred, please strike out the words “THE CHAIRMAN OF THE SGM” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “AGAINST”. IF YOU WISH TO USE LESS THAN ALL YOUR VOTES, OR TO CAST SOME OF YOUR VOTES “FOR” AND SOME OF YOUR VOTES “AGAINST” A PARTICULAR RESOLUTION, YOU MUST WRITE THE NUMBER OF VOTES IN THE RELEVANT BOX(ES).** Failure to tick either box or write the number of votes in the box in respect of a resolution will entitle your proxy to cast your vote in respect of that resolution at his/her discretion or to abstain from voting. **Your proxy will also be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.**
- Full text of the resolution(s) appears in the Notice incorporated in the circular of the Company dated 17 June 2015.
- 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 either executed under its common seal or under the hand of an officer or attorney duly authorised on that corporation’s behalf.
- In the case of joint registered holders of any Share(s), any one of such persons may vote at the SGM, either in person 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 are present at the SGM in person or by proxy, that one of the said persons so present whose name stands first in the register of members of the Company in respect of such Share(s) shall alone be entitled to vote in respect thereof.
- In order 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 thereof, must be deposited at the branch share registrar and transfer office of the Company in Hong Kong, Tricor Tengis Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not later than 48 hours before the time appointed for holding the SGM or any adjournment thereof (as the case may be).
- A proxy need not be a shareholder of the Company but must attend the SGM in person to represent you.
- Completion and deposit of this form of proxy will not preclude you from attending and voting in person at the SGM if you so wish. If you attend and vote at the SGM in person, the authority of your proxy will be revoked.
- Capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 17 June 2015, unless the context requires otherwise.