



深圳控股有限公司

SHENZHEN INVESTMENT LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 00604)

REVISED PROXY FORM for use at the Extraordinary General Meeting to be convened on Thursday, 30 December 2021

I/We⁽¹⁾ _____ of _____
being the registered holder(s) of⁽²⁾ _____ shares of Shenzhen Investment Limited (the “Company”), HEREBY
APPOINT^(3&4) **THE CHAIRMAN OF THE MEETING** or _____
of _____
or failing him _____
of _____

as my/our proxy to attend and act for me/us at the extraordinary general meeting of the Company to be held at Academy Rooms, 1st Floor, InterContinental Grand Stanford Hong Kong, 70 Mody Road, Tsimshatsui East, Kowloon, Hong Kong on Thursday, 30 December 2021 at 10:30 a.m. (or any adjournment thereof) (the “Meeting”) and to vote on my/our behalf as directed below.

Ordinary Resolutions ⁽⁶⁾		For ⁽⁵⁾	Against ⁽⁵⁾
1.	To approve, confirm and ratify the Acquisition Agreement, and all the transactions contemplated thereunder and in connection therewith.		
2.	To re-elect Ms. SHI Xiaomei as a director of the Company.		
3.	To approve, confirm and ratify the Supplemental Agreements, and all the transactions contemplated thereunder and in connection therewith.		

Date _____

Signature⁽⁷⁾ _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s). If no number is inserted, this revised proxy form will be deemed to relate to all the shares 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 any proxy other than the Chairman of the Meeting is preferred, please insert the name(s) and address(es) of the proxy(ies) desired and strike out the words “THE CHAIRMAN OF THE MEETING”. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.** Any alteration made in this revised proxy form must be initiated by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PLACE A “✓” IN THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A “✓” IN THE RELEVANT BOX MARKED “AGAINST”. IF YOU WISH TO VOTE ONLY PART OF THE NUMBER OF SHARES REGISTERED IN YOUR NAME(S) TO WHICH THIS REVISED PROXY FORM RELATES, PLEASE STATE THE EXACT NUMBER OF SHARES IN LIEU OF A “✓” IN THE RELEVANT BOX.** Failure to complete the boxes in respect of a resolution will enable your proxy to cast his vote at his discretion in respect of that resolution. 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 of the Meeting.
- The full text of resolutions numbered 1 and 2 are set out in the notice of the Meeting contained in the Company’s circular dated 30 November 2021. The full text of resolution numbered 3 is set out in the supplemental notice of the Meeting contained in the Company’s circular dated 6 December 2021.
- This revised proxy form must be signed by you or your attorney duly authorised in writing or, in the case of corporation, it must be either under seal or under the hand of an officer or attorney duly authorised.
- If more than one of the 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 the relevant shares shall alone be entitled to vote in respect thereof.
- To be valid, this revised proxy form, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be delivered to the office of the Company’s share registrar, Tricor Standard Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time for holding the Meeting or any adjournment thereof (as the case may be).
- IMPORTANT: A SHAREHOLDER WHO HAS ALREADY LODGED THE PROXY FORM (THE “ORIGINAL PROXY FORM”) WHICH WAS SENT TOGETHER WITH THE CIRCULAR OF THE COMPANY DATED 30 NOVEMBER 2021, SHOULD NOTE THAT:**
 - If no revised proxy form is lodged with the Company’s share registrar, the Original Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by him/her. The proxy appointed by the shareholder under the Original Proxy Form will also be entitled to cast the 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 First Notice, including ordinary resolution number 3 set out in the Supplemental Notice.
 - If the revised proxy form is lodged with the Company’s share registrar not less than 48 hours before the time appointed for the holding of the Meeting or any adjourned meeting, the revised proxy form, if correctly completed, will revoke and supersede the Original Proxy Form previously lodged by him/her. The revised proxy form will be treated as a valid proxy form lodged by the shareholder.
 - If the revised proxy form is lodged with the Company’s share registrar less than 48 hours before the time appointed for the holding of the Meeting or any adjourned meeting, or if lodged not less than 48 hours before the time appointed for the holding of the Meeting or any adjourned meeting but is incorrectly completed, the proxy appointment under the revised proxy form will be invalid. The proxy appointed by the shareholder under the Original Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (a) above as if no revised proxy form was lodged with the Company’s share registrar. Accordingly, shareholders are advised to complete the revised proxy form carefully and lodge the revised proxy form with the Company’s share registrar by not less than 48 hours before the time appointed for the holding of the Meeting or any adjourned meeting.
- Completion and delivery of the revised proxy form will not preclude you from attending and voting at the Meeting should you so wish. In such event, the revised proxy form shall be deemed to be revoked.

PERSONAL INFORMATION COLLECTION STATEMENT

“Personal Data” in this revised proxy form has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”), which includes you and your proxy’s name and address.

Your and your proxy’s Personal Data provided in this revised proxy form will be used in connection with processing your request for the appointment of a proxy to attend, act and vote on your behalf as directed above at the Meeting. The supply of your and your proxy’s Personal Data is on a voluntary basis. However, we may not be able to process your request unless you provide us with your and your proxy’s Personal Data.

Your and your proxy’s Personal Data will be disclosed or transferred to the Company’s Share Registrar and/or other companies or bodies for the purpose stated above, or when it is required to do so by law, and will be retained for such period as may be necessary for our verification and record purposes. By providing your proxy’s Personal Data in this revised proxy form, you should have obtained the express consent (which has not been withdrawn in writing) from your proxy in using his/her Personal Data provided in this revised proxy form and that you have informed your proxy of the purpose for and the manner in which his/her Personal Data may be used.

You/your proxy have/has the right to request access to and/or correction of your/your proxy’s Personal Data respectively in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your/your proxy’s Personal Data should be in writing to the Privacy Compliance Officer of Tricor Standard Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong.