

WEALTH GLORY HOLDINGS LIMITED

富譽控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8269)

FORM OF PROXY

FOR USE AT THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON MONDAY, 11 JULY 2016 AT 3:00 PM (OR AT ANY ADJOURNED MEETING THEREOF)

Form of proxy for use by shareholders of Wealth Glory Holdings Limited (the “Company”) at the Extraordinary General Meeting (the “Meeting”) to be convened at 17/F., No. 8 Wyndham Street, Central, Hong Kong on Monday, 11 July 2016 at 3:00 p.m. (or any adjournment thereof).

I/We ¹ _____
of _____
being the registered holder(s) of ² _____ shares of
HK\$0.01 each in the capital of the Company hereby appoint ³ the chairman (the “Chairman”) of the Meeting or
of _____
as my/our proxy at the Meeting of the Company (and at any adjournment thereof) to be held at 17/F., No. 8
Wyndham Street, Central, Hong Kong on Monday, 11 July 2016 at 3:00 p.m. (Hong Kong time) and to vote on my/
our behalf as directed below.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast.⁴

Ordinary Resolution		For ⁴	Against ⁴
1.	To approve, confirm and ratify the Agreement (as defined in the circular of the Company dated 17 June 2016) and the transactions contemplated thereunder.		

Date this _____ day _____ of 2016

Signature ⁵: _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
2. 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 in the capital of the Company registered in your name(s).
3. 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 this space is not completed, 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.**
4. Please indicate with a “✓” in the space provided how you wish your votes to be cast. If this form returned is duly signed but without specific direction on any proposed resolution, the proxy will vote or abstain at his discretion in respect of the resolution. A proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
5. This form of proxy must be signed by you or your attorney duly authorized in writing, or if such appointer is a corporation, either under its common seal or under the hand of an officer or attorney so authorized. In the case of joint holders, this form of proxy must be signed by the member whose name stands first.
6. Any shareholder entitled to attend and vote at the Meeting shall be entitled to appoint another person as his proxy to attend and vote instead of him. A shareholder of the Company who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the Meeting. A proxy need not be a shareholder of the Company but must attend the Meeting, or any adjournment thereof, in person to represent you.
7. In the case of joint holders of a share, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) 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 in respect of the joint holders.
8. In order to be valid, this form of proxy, duly executed and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof, must be deposited at the office of the Company’s branch share registrar, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong, as soon as possible and in any event not less than 48 hours before the time for holding the Meeting or any adjournment thereof.
9. Completion and delivery of this form of proxy will not preclude you from attending and voting in person at the Meeting or any adjournment thereof if you so wish. In that event, this form of proxy will be deemed to be revoked.
10. The complete version of the resolution and further details in relation thereto are set out in the circular and the notice of the Meeting of the Company both dated 17 June 2016, copies of which may be found on the “Latest Company Announcements” page of the GEM website at www.hkgem.com and on the website of the Company at www.wealthglory.com.