



# TYSAN HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 687)

**FORM OF PROXY FOR THE SPECIAL GENERAL MEETING (THE “SPECIAL GENERAL MEETING”)  
TO BE HELD ON THURSDAY, 3 DECEMBER 2020 AT 10:30 A.M.  
AT 20TH FLOOR, ONE ISLAND SOUTH, NO. 2 HEUNG YIP ROAD,  
WONG CHUK HANG, HONG KONG  
(or any adjournment thereof)**

I/We (Note 1) \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of (Note 2) \_\_\_\_\_ shares of HK\$0.10 each in the capital of  
Tysan Holdings Limited (the “Company”), HEREBY APPOINT \_\_\_\_\_  
of \_\_\_\_\_  
or failing him/her, the Chairman of the Special General Meeting (Note 3) as my/our proxy to attend the Special General Meeting (or any adjournment thereof)  
of the Company to be held at 20th Floor, One Island South, No. 2 Heung Yip Road, Wong Chuk Hang, Hong Kong on Thursday, 3 December 2020 at 10:30 a.m.  
and to vote for me/us and on my/our behalf in respect of the undermentioned resolutions (the “Resolutions”) as indicated, and if no such indication is given, to  
vote in such a manner as my/our proxy thinks fit.

	Ordinary Resolutions	For (Note 4)	Against (Note 4)
1	To approve the Share Option Scheme		
2	Subject to and conditional upon the passing of Ordinary Resolution 1, to terminate the 2012 Share Option Scheme		
3	To approve the re-election of Mr. Chiu Chin Hung as an executive director of the Company		
4	To approve the re-election of Mr. Lau Kin Fai as an executive director of the Company		
5	To approve the re-election of Mr. David Robert McClure as a non-executive director of the Company		
6	To approve the re-election of Ms. Chow Wai Lee as an independent non-executive director of the Company		
7	To approve the re-election of Ms. Jennifer Kwok as an independent non-executive director of the Company		

Signature (Note 7): \_\_\_\_\_

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2020.

**Notes:**

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of HK\$0.10 each in 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 Company registered in your name(s).
3. Any member (other than a Clearing House) entitled to attend and vote at the Special General Meeting is entitled to appoint another person as his/her proxy to attend and vote instead of him/her. Please insert the name and address of the proxy desired in **BLOCK CAPITALS** 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 INITIALED BY THE PERSON(S) WHO SIGN(S) IT.** A proxy need not be a member of the Company.
4. Please mark with a “✓” in the spaces opposite to each of the Resolutions under the column of “For” or “Against”, as the case may be, to indicate how you wish the proxy to vote on your behalf. In the absence of any such indication, your proxy may vote for or against the Resolutions or any of them or may abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Special General Meeting other than those referred to in the Notice of Special General Meeting.
5. You are requested to lodge this form of proxy, together with the power of attorney (if any) or other authority (if any) under which it is signed or a certified copy thereof, at the branch share registrar of the Company in Hong Kong, Tricor Tengis Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours (i.e. 10:30 a.m. on Tuesday, 1 December 2020) before the time appointed for holding the Special General Meeting or any adjourned meeting thereof.
6. In the case of joint holders of a share if more than one of such joint holders be present at the Special General Meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
7. This form of proxy shall be in writing under the hand of the appointor or of his/her 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 duly authorised to sign the same.
8. Completion and return of this form of proxy will not preclude you from personally attending and voting at the Special General Meeting if you so wish. In the event that you do attend the Special General Meeting, this form of proxy will automatically be deemed to have been revoked.
9. Unless the context indicates or specifies otherwise, defined terms used in this form of proxy shall bear the same meanings as are given to them in the Notice of Special General Meeting and the Company’s circular to the shareholders of the Company dated 12 November 2020.

**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 Special General Meeting (the “Purposes”). We may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorized 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. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to Tricor Tengis Limited at the above address.