



華夏置業有限公司
WAH HA REALTY COMPANY LIMITED

WAH HA REALTY COMPANY LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 278)

PROXY FORM

I/We ^(Note 1), _____
of _____
being the registered holder(s) of ^(Note 2) _____ shares of **Wah Ha Realty Company Limited** (the "Company"),
HEREBY APPOINT the Chairman of the meeting or ^(Note 3) _____
of _____
or failing him _____
of _____
to act as my/our proxy to attend and vote for and on my/our behalf as directed below at the **Annual General Meeting** of the Company to be held at Room 2500, Dominion Centre, 43-59 Queen's Road East, Wanchai, Hong Kong on Tuesday, 1 September 2015 at 11:30 a.m. and at any adjournment thereof.

Please indicate in the spaces provided with a "X" how you wish your vote(s) to be cast on a poll. Should this proxy form be returned duly signed but without a specific direction, the proxy will vote at his discretion.

RESOLUTIONS

ORDINARY BUSINESS

- | | For | Against |
|--|--------------------------|--------------------------|
| 1. To receive, consider and adopt the audited Financial Statements and the Reports of the Directors and Independent Auditor of the Company for the year ended 31 March 2015. | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. To declare final and special dividends for the year ended 31 March 2015. | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. (A) To re-elect the following retiring Directors: | | |
| (a) Mr. Au-Yang Cheong Yan, Peter as an Independent Non-executive Director; | <input type="checkbox"/> | <input type="checkbox"/> |
| (b) Mr. Cheung Kee Wee as an Executive Director; | <input type="checkbox"/> | <input type="checkbox"/> |
| (c) Mr. Chan Woon Kong as an Independent Non-executive Director; and | <input type="checkbox"/> | <input type="checkbox"/> |
| (d) Mr. Lam Hon Keung, Keith as an Independent Non-executive Director. | <input type="checkbox"/> | <input type="checkbox"/> |
| (B) To fix the Directors' remuneration. | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. To re-appoint PricewaterhouseCoopers as Auditor of the Company and authorise the Board of Directors to fix their remuneration. | <input type="checkbox"/> | <input type="checkbox"/> |

SPECIAL BUSINESS

- | | | |
|--|--------------------------|--------------------------|
| 5. (A) To grant a general mandate to the Board of Directors to buy back shares of the Company. | <input type="checkbox"/> | <input type="checkbox"/> |
| (B) To grant a general mandate to the Board of Directors to issue additional shares of the Company. | <input type="checkbox"/> | <input type="checkbox"/> |
| (C) To extend the general mandate granted to the Board of Directors to issue additional shares of the Company. | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. To adopt new articles of association of the Company. | <input type="checkbox"/> | <input type="checkbox"/> |

Date: _____

Shareholder's Signature ^(Note 4): _____

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 proxy form will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the Chairman of the meeting is preferred, delete the words "the Chairman of the meeting or" and insert the full name(s) and address(es) of the proxy(ies) desired in the space provided. A shareholder having more than one share in the Company may appoint one or more proxies to attend and on a poll, vote in his stead. The proxy need not be a member of the Company but must attend the meeting to represent you.
- This proxy form must be signed by you or your attorney duly authorised in writing or, in case of a corporation, must either be executed under its Common Seal or under the hand of an officer or attorney duly authorised in writing. In the case of joint holders, any one of such holders may vote either in person or by proxy. However, if more than one of such holders are present at the meeting in person or by proxy, only the person whose name stands first in the Register of Members is entitled to vote and sign this proxy form.
- To be valid, this proxy form, together with 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 Company's registered office at Room 2500, Dominion Centre, 43-59 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the meeting or any adjourned meeting.
- Any alteration made to this proxy form must be initialled by the person who signs it.
- Completion and return of this proxy form will not preclude you from attending and voting in person at the meeting or at any adjournment thereof if you so wish. In such event, this proxy form will be deemed to have been revoked.