



興勝創建控股有限公司

HANISON CONSTRUCTION HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 896)

FORM OF PROXY for the Extraordinary General Meeting to be held on Tuesday, 20 August 2024 (or at any adjournment thereof)

I/We ^(note 1) _____
of _____
being the registered holder(s) of ^(note 2) _____ shares of
HK\$0.1 each in the capital of Hanison Construction Holdings Limited (“Company”), HEREBY APPOINT ^(note 3) the Chairman of the Extraordinary
General Meeting or _____
of _____
or failing him _____
of _____
as my/our proxy to attend for me/us at the Extraordinary General Meeting of the Company to be held at Yat Heen-Room I-V, Level 2, Alva Hotel By
Royal, 1 Yuen Hong Street, Shatin, Hong Kong on Tuesday, 20 August 2024 at 2:30 p.m. (or immediately after the conclusion of the annual general
meeting to be convened and held on the same date at the same place) for the purpose of considering and, if thought fit, passing, with or without
modification, the resolution as set out in the notice convening the said meeting and at such meeting (or at any adjournment thereof) to vote for me/us and
in my/our name(s) in respect of the said resolution as hereunder indicated. Unless otherwise indicated, capitalised terms used in this form of proxy shall
have the same meanings as those defined in the circular dated 25 July 2024 issued by the Company (the “Circular”).

Ordinary Resolution*		For ^(note 4)	Against ^(note 4)
1.	<p>(a) To approve, confirm and ratify the Framework Agreement (as defined in the Circular) entered into between the Company and Million Hope Industries Holdings Limited dated 19 July 2024;</p> <p>(b) To approve, confirm and ratify the Annual Caps (as defined and described in the Circular); and</p> <p>(c) To authorise any one director of the Company (or where execution under the common seal of the Company is required, any two directors or any one director and the company secretary of the Company) to do all such further acts and things, negotiate, approve, agree, sign, initial, ratify and/or execute such further documents, instruments and agreements and to take all steps and to do all such acts or things deemed by the director of the Company to be incidental to, ancillary to or in connection with the matters contemplated in the Framework Agreement and the transactions contemplated thereunder as the director of the Company may in his absolute discretion consider necessary, desirable or expedient to give effect to the Framework Agreement and the implementation of all transactions contemplated thereunder and to agree with such variation, amendment or waiver as, in the opinion of the directors of the Company, in the interest of the Company and its shareholders as a whole.</p>		

* The full text of the resolution is set out in the notice of the meeting.

Signature: _____

Date: _____

Notes:

- Full name(s) and address(es) must be inserted in **BLOCK CAPITAL**.
- Please insert the number of shares 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).
- If any proxy other than the Chairman is preferred, please strike out “the Chairman of the Extraordinary General Meeting or” 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(s) who sign(s) it.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE BOX MARKED “AGAINST”.** Failure to tick either box will entitle your proxy to cast your vote or abstain at his discretion on the relevant resolution. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the said meeting other than those referred to in the notice convening the meeting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, either under its common seal or under the hand of an officer or attorney duly authorised in writing.
- 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 of such power or authority must be deposited at the Company’s share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
- Any member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote for him. A proxy need not be a member of the Company.
- In the case of joint holders, 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 holders and for this purpose seniority shall be determined by reference to the order in which the names stand on the register of members in respect of the joint holding.
- Completion and return of the form of proxy shall not preclude a member from attending and voting in person at the meeting or any adjourned meeting thereof should he so wish and, in such event, the form of proxy shall be deemed to be revoked.