



HYSAN DEVELOPMENT COMPANY LIMITED

希慎興業有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 00014)

FORM OF PROXY (ANNUAL GENERAL MEETING – 16 MAY 2023)

No. of shares to which this form of proxy relates (Note 5)

I/We _____ of _____, being a registered member(s) of HYSAN DEVELOPMENT COMPANY LIMITED (“Hysan” or the “Company”) hereby appoint _____ of _____ or failing him _____ of _____ or* the Chairman of the Annual General Meeting (“AGM” or “Meeting”) of the Company, as my/our proxy to attend and vote for me/us and on my/our behalf at the Meeting to be held at The Community Lab, 24/F, Lee Garden Five, 18 Hysan Avenue, Hong Kong (the “Principal Meeting Place”) and online on Tuesday, 16 May 2023 at 3:00 p.m. and at any adjournment thereof, on the undermentioned resolutions as indicated:

| ORDINARY RESOLUTIONS | | (See Note 6) | |
|----------------------|--|--------------|---------|
| | | For | Against |
| 1. | To receive and consider the Statement of Accounts for the year ended 31 December 2022 and the Reports of the Directors and Auditor thereon | | |
| 2. | (i) To re-elect Lee Irene Yun-Lien as a Director | | |
| | (ii) To re-elect Churchouse Frederick Peter as a Director | | |
| | (iii) To re-elect Lee Chien as a Director | | |
| | (iv) To re-elect Lee Tze Hau Michael as a Director | | |
| 3. | To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and authorize the Directors to fix their remuneration | | |
| 4. | To give Directors a general mandate to allot, issue and deal with additional shares in the Company not exceeding 10% of the number of its issued shares and the discount for any shares to be issued shall not exceed 10%* | | |
| 5. | To give Directors a general mandate to repurchase shares in the Company not exceeding 10% of the number of its issued shares# | | |

* Delete where appropriate

Please refer to the Notice of Annual General Meeting for the full text of the resolutions

Signature(s)

(Full name in block capitals)

Dated this _____ day of _____ 2023

(Email address of the proxy)

Notes:

- The AGM will be held in hybrid format. Apart from attending the AGM in person at the Principal Meeting Place, shareholders of the Company (“Shareholders”) will have the option to attend and vote at the AGM via the live online webcast system (“e-Meeting System”). Attending via the e-Meeting System will also allow Shareholders to view the live meeting proceedings, submit questions by text to the interactive platform for Q&A, call to raise questions and vote online in real-time. Shareholders are encouraged to make use of the e-Meeting System for attending the AGM.
- Shareholders attending the online AGM will be able to submit questions relating to the proposed resolutions by submitting text to the interactive platform for Q&A or calling via the e-Meeting System. Shareholders can also send their questions in writing before the AGM, to the registered office of the Company or to the email at investor@hysan.com.hk.
- The Chairman of the Meeting will demand a poll regarding the voting for all the resolutions as set out above pursuant to regulatory requirements.
- You may appoint one or more proxies to attend and vote. The proxy need not be a Shareholder.
- Please insert the number of shares registered in your name(s) to which this form of proxy relates. If no such information is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- Please indicate with a “/” in the appropriate space beside each of the resolutions how you wish the proxy to vote on your behalf. In the absence of any such indication, the proxy will vote for or against the resolution or will abstain at his/her discretion. Any alteration made to this form of proxy must be initialed only by the person who signs it. Election of Directors will be voted as separate resolutions.
- If the registered Shareholder is a corporation, this form of proxy must be executed either under its common seal or under the hand of an officer or attorney authorized in writing.
- 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 will be determined by the order in which the names stand in the Register of Members in respect of the joint holding.
- An original of the completed form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarial certified copy of the same, must be returned to the Company’s registrar, Tricor Standard Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than forty-eight (48) hours before the time appointed for holding the Meeting (or any adjournment thereof). Form of proxy sent electronically will not be accepted.
- You must provide a valid email address of your proxy in the space provided (except when the Chairman of the Meeting is appointed as your proxy). If no email address is provided, your proxy cannot attend and vote online.

PERSONAL INFORMATION COLLECTION STATEMENT

Personal Data provided to the Company and/or the Company’s Registrar, Tricor Standard Limited, in this form will be used for the purpose of processing your instruction as stated in this form of proxy. “Personal Data” in these statements has the same meaning as defined under the Personal Data (Privacy) Ordinance, Cap 486 (“PDPO”), which may include but not limited to your and your appointed proxy’s name and mailing address.

Personal Data will not be transferred to any party outside the Company or the Company’s Registrar. Personal Data may be disclosed when required by law or a court order of any jurisdiction, or as requested by any government or law enforcement authorities or administrative organs or as is necessary to bring legal action or defend any legal action in relation to you. Your supply of the Personal Data is on a voluntary basis. However, without providing the Personal Data we may not be able to effect the appointment of your proxy and instructions.

Your Personal Data will be retained for such period as may be necessary for the above purposes and its directly related purpose(s).

You and your appointed proxy have the right to request access to and/or correction of the respective Personal Data in accordance with the provisions of the PDPO. We have the right to charge a reasonable fee for processing any Personal Data access request. Any such request for access to and/or correction of your Personal Data should be in writing by either of the following means:

By mail to: Privacy Compliance Officer
Tricor Standard Limited
17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong

By e-mail to: hysan14-ecom@hk.tricorglobal.com

You can find out more about Hysan’s policies on privacy and personal data protection by accessing our privacy policy statement available on Hysan’s website at www.hysan.com.hk.