



WLS Holdings Limited

滙隆控股有限公司*

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 8021)

**FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING ("AGM") OF
WLS HOLDINGS LIMITED ("COMPANY") CONVENED TO BE HELD
AT 12:00 P.M. ON FRIDAY, 20 SEPTEMBER 2019 AT ROOMS 1001-1006, 10TH FLOOR, TOWER A, SOUTHMARK,
11 YIP HING STREET, WONG CHUK HANG, ABERDEEN, HONG KONG
(AND ANY ADJOURNMENT THEREOF)**

I/We ⁽¹⁾ _____
of _____ being the registered holder(s)
of _____
ordinary share(s)⁽²⁾ of HK\$0.01 each in the capital of the Company, **HEREBY APPOINT** ⁽³⁾ _____
of _____
or, the Chairman of the AGM, as my/our proxy to vote and act for me/us at the AGM (or any adjournment thereof), to be held at 12:00 p.m. on Friday, 20 September 2019, at Rooms 1001-1006, 10th Floor, Tower A, Southmark, 11 Yip Hing Street, Wong Chuk Hang, Aberdeen, Hong Kong for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice dated 21 August 2019 convening the AGM ("**Notice**") and to vote for me/us and in my/our name(s) in respect of each ordinary resolution as indicated below or, if no such indication is given, as my/our proxy(ies) thinks fit ⁽⁴⁾.

Please tick ("✓") the appropriate box to indicate how you wish your votes in respect of each resolution to be cast

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive, consider and approve the audited financial statements of the Company and its subsidiaries and the reports of the directors and auditors of the Company for the year ended 30 April 2019		
2.	(a) To re-elect Ms. Lai Yuen Mei, Rebecca as the executive director of the Company;		
	(b) To re-elect Mr. Yuen Chun Fai as the executive director of the Company;		
	(c) To re-elect Ms. Lam Wai Yu as the independent non-executive director of the Company;		
	(d) To authorise the board of directors of the Company to fix their remuneration		
3.	To re-appoint D & Partners CPA Limited, Certified Public Accountants as the auditors of the Company and to authorise the directors to fix its remuneration		
4.	To grant a general mandate to the directors of the Company to repurchase the Company's shares		
5.	To grant a general mandate to the directors of the Company to allot, issue and otherwise deal with the Company's shares		
6.	To add the number of the shares repurchased by the Company to the mandate granted to the directors of the Company under resolution numbered 5		

Please refer to the Notice for the full text of the resolutions.

Signature(s)⁽⁵⁾: _____

Date: _____ 2019

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of the Company registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out the words "or, the Chairman of the AGM" and insert the name and address of the proxy desired in the space provided. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE AGM WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE APPROPRIATE BOX MARKED "AGAINST".** Failure to tick any or all of the boxes will entitle your proxy to cast his/her vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution(s) properly put to the AGM other than that referred to in the Notice.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, if in the case of a corporation, must be either executed under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
- Any shareholder of the Company entitled to attend and vote at the AGM shall be entitled to appoint another person as his/her/its proxy to attend and vote instead of him/her/it. A shareholder who is the holder of two or more shares may appoint more than one proxy(ies) to represent him/her/it and vote on his/her/ its behalf. A proxy needs not to be a shareholder of the Company.
- In order to be valid, this form of proxy together with the power of attorney or other authority (if any) under which it is signed, or a certified copy thereof, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong by 12:00 p.m. (Hong Kong time) on Wednesday, 18 September 2019 or not later than 48 hours before the time appointed for holding the adjourned meeting.
- Completion and delivery of this form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the AGM, and in such event, this form of proxy shall be deemed to be revoked.
- Where there are joint holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she/it was solely entitled thereto; but if more than one of such joint holders be present at the AGM, 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 the order in which the names stand in the register of members of the Company in respect of such joint holding.
- Any voting at the AGM shall be taken by poll.

* For identification purpose only