



South Shore Holdings Limited

南岸集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 577)

Form of Proxy for use at the Annual General Meeting to be held on Monday, 30 September 2019 at 10:30 a.m.

I/We, ^(note 1) _____
of _____
being the registered holder(s) of ^(note 2) _____ shares of HK\$0.20 each
in the capital of **South Shore Holdings Limited** (the “Company”), hereby appoint ^(note 3) the Chairman of the Meeting or failing him
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at 1804A,
18/F, Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong on Monday, 30 September 2019 at 10:30 a.m. (the “Meeting”)
and at any adjournment thereof on the undermentioned resolutions as indicated ^(note 4):

ORDINARY RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To receive and consider the audited financial statements and the reports of the directors and the auditor of the Company for the year ended 31 March 2019.		
2.	(A) (a) To re-elect Mr Lau Tom Ko Yuen as a director.		
	(b) To re-elect Ir James Chiu as a director.		
	(c) To re-elect Mr Iain Ferguson Bruce as a director.		
	(B) To fix the remuneration of the directors of the Company.		
3.	To re-appoint the auditor of the Company and to authorize the board of directors of the Company to fix their remuneration.		
4.	(A) To grant a general mandate to the directors of the Company to issue the Company’s shares not exceeding 20% of the number of issued shares of the Company as at the date of passing this resolution.		
	(B) To grant a general mandate to the directors of the Company to repurchase the Company’s own shares not exceeding 10% of the number of issued shares of the Company as at the date of passing this resolution.		
	(C) To extend the share issue mandate granted to the directors of the Company under resolution 4(A) above by the number of shares repurchased by the Company under resolution 4(B) above.		

Dated this _____ day of _____ 2019. Shareholder’s Signature _____ ^(note 5)

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) and 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 of the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is desired, please strike out the words “the Chairman of the Meeting or failing him” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED 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. Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the Meeting and/or at any adjournment thereof other than those referred to in the notice convening the Meeting.
- This form of proxy must be signed by you or your attorney duly authorized in writing, or in case of a corporation, must be either under its seal or under the hand of an officer, attorney or other person authorized to sign the same.
- Any member of the Company entitled to attend and vote at a meeting of the Company is entitled to appoint another person as his proxy to attend and vote instead of him. A member of the Company who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at a general meeting of the Company or at a class meeting. A proxy need not be a member of the Company.
- This form of proxy and (if required by the board of directors) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to the Company’s branch share registrar in Hong Kong, Tricor Standard Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than forty-eight (48) hours before the time appointed for holding the Meeting. Delivery of this form of proxy shall not preclude you from attending and voting in person at the Meeting 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 were solely entitled thereto, but if more than one of such joint holders be present at the 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 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 the joint holding.