



# 新世界發展有限公司

## New World Development Company Limited

(incorporated in Hong Kong with limited liability)

(Stock Code: 0017)

### Proxy Form for use at the Annual General Meeting (or at any adjournment thereof)

I/We <sup>(note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(note 2)</sup> \_\_\_\_\_ shares of New World Development Company Limited (新世界發展有限公司)  
(the "Company"), HEREBY APPOINT the Chairman of the meeting or <sup>(note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_

as my /our proxy to act for me /us at the Annual General Meeting (or at any adjournment thereof) of the Company to be held at Meeting Room N101 (Expo Drive Entrance), Hong Kong Convention and Exhibition Centre, 1 Expo Drive, Wanchai, Hong Kong on Wednesday, 19 November 2014 at 11:45 a.m. for the purpose of considering and, if thought fit, passing the resolutions 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 resolutions as hereunder indicated or, if no such indication is given, as my /our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR <sup>(note 4)</sup>	AGAINST <sup>(note 4)</sup>
1.	To consider and adopt the audited Statement of Accounts and the Reports of the Directors and the Independent Auditor for the year ended 30 June 2014.		
2.	To declare a final dividend.		
3.	(a) To re-elect Ms. Ki Man-Fung, Leonie as Director.		
	(b) To re-elect Mr. Cheng Chi-Heng as Director.		
	(c) To re-elect Mr. Cheng Kar-Shing, Peter as Director.		
	(d) To re-elect Mr. Ho Hau-Hay, Hamilton as Director.		
	(e) To re-elect Mr. Lee Luen-Wai, John as Director.		
	(f) To authorise the Board of Directors to fix the remuneration of Directors.		
4.	To re-appoint Messrs. PricewaterhouseCoopers as Auditor and authorise the Board of Directors to fix their remuneration.		
5.	Ordinary Resolution in Item No. 5 of the Notice of Annual General Meeting (To approve a general mandate to the Directors to buy back shares not exceeding 10% of the existing issued shares).		
6.	Ordinary Resolution in Item No. 6 of the Notice of Annual General Meeting (To approve a general mandate to the Directors to issue shares not exceeding 20% of the existing issued shares).		
7.	Ordinary Resolution in Item No. 7 of the Notice of Annual General Meeting (To extend the general mandate to be given to the Directors to issue shares by the addition thereto the shares bought back by the Company).		
8.	Ordinary Resolution in Item No. 8 of the Notice of Annual General Meeting (To grant a mandate to the Directors to grant options under the Share Option Scheme).		
SPECIAL RESOLUTION		FOR <sup>(note 4)</sup>	AGAINST <sup>(note 4)</sup>
9.	Special Resolution in Item No. 9 of the Notice of Annual General Meeting (To approve the adoption of new articles of association of the Company).		

Dated: \_\_\_\_\_ 2014 Shareholder's Signature <sup>(note 5)</sup> \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK LETTERS**.
- Please insert the number of shares registered in your name(s). 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 preferred, strike out the words "the Chairman of the meeting or" and insert the name and address of proxy desired in the space provided. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (✓) IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (✓) IN THE BOX MARKED "AGAINST".** Failure to complete the boxes will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorised.
- In order 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 that power or authority, must be deposited at the Company's share registrar, Tricor Tengis Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the meeting (or any adjournment thereof as the case may be).
- Where there are joint registered holders of any share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of the joint holders be present at the meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of the relevant share will alone be entitled to vote in respect thereof.
- Any member of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him. The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and deposit of the proxy form will not preclude you from attending and voting at the meeting if you so wish.

#### PERSONAL INFORMATION COLLECTION STATEMENT

- "Personal Data" in this statement has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- Your Personal Data is supplied to the Company on a voluntary basis. Failure to provide sufficient information may render the Company not able to process your instructions and/or request as stated in this proxy form.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, the share registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing and sent to the Personal Data Privacy Officer of the share registrar.