



# Miji International Holdings Limited

## 米技國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1715)

### REVISED PROXY FORM

Proxy form for use by shareholders at the annual general meeting (the “Annual General Meeting”) of Miji International Holdings Limited (the “Company”) convened at 2:30 p.m. on Monday, 29 June 2020 (or any adjournment thereof)

I/We <sup>(note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ shares <sup>(note 2)</sup> (the “Shares”) of HK\$0.01 each in the share capital of the Company, hereby appoint the Chairperson of the Annual General Meeting or <sup>(note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him \_\_\_\_\_ of \_\_\_\_\_  
to act as my/our proxy <sup>(note 4)</sup> at the Annual General Meeting of the Company to be held at Suite 2703, 27/F., Shui On Centre, 6–8 Harbour Road, Wanchai, Hong Kong on Monday, 29 June 2020 at 2:30 p.m. and at any adjournment thereof and to vote on my/our behalf as indicated below.

Please tick (“✓”) in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll <sup>(note 5)</sup>.

Ordinary Resolutions		For	Against
1.	To consider, receive and approve the audited consolidated financial statements of the Company and its subsidiaries, the report of the directors (the “Directors”) and the independent auditors’ report of the Company for the year ended 31 December 2019		
2.	(a) To re-elect Madam Maeck Can Yue as executive Director		
	(b) To re-elect Mr. Walter Ludwig Michel as executive Director		
	(c) To re-elect Mr. Chen Liang as executive Director (Note 12)		
	(d) To authorise the board (the “Board”) of Directors of the Company to fix the Directors’ remuneration		
	(e) To elect Mr. Gu Qing as independent non-executive Director		
3.	To re-appoint PricewaterhouseCoopers as auditor and authorise the Board to fix their remuneration		
4.	(1) To grant a general unconditional mandate to the Directors to repurchase shares in the Company not exceeding 10% of the total number of issued shares of the Company as at the date of the passing of the relevant resolution		
	(2) To grant a general unconditional mandate to the Directors to allot, issue or otherwise deal with additional shares in the Company not exceeding 20% of the total number of issued shares of the Company as at the date of the passing of the relevant resolution		
	(3) Conditional upon resolutions No. 4(1) and 4(2) being passed, the general unconditional mandate granted to the Directors to allot, issue or otherwise deal with additional shares of the Company pursuant to resolution No. 4(2) be extended by the addition thereto of the number of shares of the Company repurchased by the Company under the authority granted pursuant to resolution No. 4(1)		

Date \_\_\_\_\_

Signature <sup>(note 5)</sup> \_\_\_\_\_

*Notes:*

1. Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
2. Please insert the number of shares registered in your name(s). If no number is inserted, this revised form of proxy (the “**Revised Proxy Form**”) will be deemed to relate to all the shares registered in the name(s).
3. Please insert the name and address of the proxy. If no name is inserted, the chairman of the meeting will act as the proxy. A shareholder may appoint one or more proxies to attend, speak and vote in his/her stead at the meeting provided that each proxy is appointed to represent the respective number of shares held by the shareholder as specified in the relevant Revised Proxy Forms. The proxy does not need to be a shareholder of the Company.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✓) IN THE BOX MARKED “AGAINST”.** If you wish to use less than all your votes, or to cast some of your votes “FOR” and some of your votes “AGAINST” a particular resolution, you must write the number of votes in the relevant box(es). Failure to tick either box or write the number of votes in the box in respect of a resolution will entitle your proxy to cast your vote in respect of that resolution at his/her discretion or to abstain from voting. Your proxy will also be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the meeting other than those referred to in the notice of the AGM.
5. The Revised Proxy Form must be signed by you or your agent duly authorised in writing or, in the case of a corporation, must either be executed under its common seal or be signed by an officer or agent duly authorised in writing.
6. In the case of joint registered holders of any shares, any one of such persons may vote at the AGM, either personally or by proxy, in respect of such shares as if he/she were solely entitled thereto but the vote of the senior holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the Company’s register of members in respect of the relevant joint holding.
7. The full text of resolution 4 is set out in the notice of the AGM dated 2 April 2020.
8. To be valid, the completed Revised Proxy Form must be received by the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong at least 48 hours before the time appointed for holding the AGM or any adjournment (as the case may be). If the Revised Proxy Form is signed by an attorney of a shareholder who is not a corporation, the power of attorney or other authority under which it is signed or a certified copy of that power of attorney or authority (such certification to be made by either a notary public or a solicitor qualified to practice in Hong Kong) must be delivered to the Hong Kong branch share registrar and transfer office of the Company together with the Revised Proxy Form.
9. **IMPORTANT: A SHAREHOLDER WHO HAS ALREADY LODGED THE FORM OF PROXY (THE “FIRST PROXY FORM”) WHICH WAS SENT TOGETHER WITH THE CIRCULAR DATED 2 APRIL 2020 CONTAINING THE NOTICE OF THE MEETING SHOULD NOTE THAT:**
  - (i) If the Revised Proxy Form is not lodged with the Hong Kong branch share registrar and transfer office of the Company, the First Proxy Form will be treated as a valid form of proxy lodged by the relevant shareholder if correctly completed. The proxy so appointed by the relevant shareholder will be entitled to vote in accordance with the instructions previously given by the relevant shareholder (if no such instructions are given), at his or her discretion or to abstain from voting on any resolution(s) properly put to the AGM;
  - (ii) If the Revised Proxy Form is lodged with the Hong Kong branch share registrar and transfer office of the Company 48 hours before the time appointed for holding of the AGM or any adjournment thereof (as the case may be) (the “**Closing Time**”), the Revised Proxy Form, if correctly completed, will be treated as a valid form of proxy lodged by the relevant shareholder and will revoke and supersede the First Proxy Form previously lodged by the relevant shareholder; and
  - (iii) If the Revised Proxy Form is lodged with the Hong Kong branch share registrar and transfer office of the Company after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the appointment of proxy under the Revised Proxy Form will be invalid. The proxy so appointed by the relevant shareholder under the First Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if the Revised Proxy Form was not lodged with the Hong Kong branch share registrar and transfer office of the Company. Accordingly, shareholders are advised to complete this form carefully and lodge this form with the Hong Kong branch share registrar and transfer office of the Company before the Closing Time.
10. Any alteration made to the Revised Proxy Form should be initialled by the person who signed the form.
11. Completion and return of the Revised Proxy Form will not preclude you from attending and voting in person at the AGM or any adjournment (as the case may be) if you so wish. If you attend and vote at the AGM, the Revised Proxy Form will be deemed to be revoked.
12. The resolution no. 2(c) has been withdrawn due to the resignation of that director.

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**PERSONAL INFORMATION COLLECTION STATEMENT**

- i. “*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”)*.
- ii. *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.*
- iii. *Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, the principal share registrar, the Hong Kong Branch 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.*
- iv. *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 Manager of the Hong Kong Branch Share Registrar (address as stated in note 8 above).*