

# ROYAL CATERING GROUP HOLDINGS COMPANY LIMITED

## 皇璽餐飲集團控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 8300)

### Form of Proxy for Annual General Meeting

I/We,<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_ being holder(s)  
of<sup>2</sup> \_\_\_\_\_ shares of  
HK\$0.01 each in the capital of Royal Catering Group Holdings Company Limited (the "Company") hereby appoint<sup>3</sup> the Chairman of the meeting  
or \_\_\_\_\_  
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 on Macau Jockey Club (H.K.) Club House, 1/F., Shun Tak Centre, 200 Connaught Road, Central, Hong Kong on Monday, 25 September, 2017 at 2:00 p.m. or at any adjournment thereof in respect of the resolutions set out in the notice convening the said meeting as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit:

	ORDINARY RESOLUTIONS	FOR <sup>4</sup>	AGAINST <sup>4</sup>
1.	To receive and approve the financial statements and the reports of the directors (the "Directors") and the independent auditors for the year ended 31 March 2017.		
2.	(a) To re-elect Wong Man Wai as an executive Director;		
	(b) To re-elect Chan Chak To Raymond as an executive Director;		
	(c) To re-elect Lam Wai Kwan as an executive Director;		
	(d) To re-elect Ma Yiu Ho Peter as an independent non-executive Director;		
	(e) To re-elect Cheng Wing Hong as an independent non-executive Director;		
	(f) To re-elect Cai Chun Fai as an independent non-executive Director; and		
	(g) To authorise the board of Directors (the "Board") to fix the Directors' remuneration.		
3.	To re-appoint HLB Hodgson Impey Cheng Limited as the independent auditors of the Company and to authorise the Board to fix the remuneration of their remuneration.		
4.	(A) To grant to the directors a general mandate to allot, issue and otherwise deal with the shares of the Company not exceeding 20% of the total number of shares of the Company in issue as at the date of this resolution.		
	(B) To grant to the directors a general mandate to exercise the power of the Company to repurchase its own shares not exceeding 10% of the total number of shares of the Company in issue as at the date of this resolution.		
	(C) To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2017

Signature(s)<sup>6</sup> \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- 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 in the capital of the Company registered in your name(s).
- If any proxy other than the Chairman of the meeting is preferred, delete the words "the Chairman of the meeting or" 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 ANY RESOLUTION, TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK THE BOX MARKED "AGAINST".** Failure to tick a box will entitle your proxy to cast 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.
- 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 notarially certified copy of such power or authority, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services 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.
- This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must either be executed under its common seal or under the hand of an officer or attorney or other person duly authorized.
- 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 such joint holders is present at the meeting, personally or by proxy, then one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and return of this form will not preclude you from attending and voting in person at the Annual General Meeting or any adjournment thereof if you so wish.
- The full descriptions of the resolutions proposed to be considered and approved at the Annual General Meeting are set out in the notice convening such meeting dated 23 August, 2017, which is also available at the Company's website at [www.hkrcg.com](http://www.hkrcg.com).

#### PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Meeting of the Company (the "Purposes"). We may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorized by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company/Tricor Investor Services Limited at the above address.