



# SUNWAY INTERNATIONAL HOLDINGS LIMITED

新威國際控股有限公司\*

(Incorporated in Bermuda with limited liability)

(Stock Code: 58)

## Proxy Form for Special General Meeting (“SGM”)

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ shares of HK\$0.01 each  
(the “Share(s)”) in the capital of Sunway International Holdings Limited (the “Company”), **hereby appoint** <sup>(Note 3)</sup> the Chairman of the SGM  
or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to act for me/us at the SGM (or any adjournment thereof) of the Company to be held at 1804, Tower 1, Admiralty Centre, 18  
Harcourt Road, Admiralty, Hong Kong on Friday, 17 June 2016 at 3:00 p.m. or in the event that a “black” rainstorm warning or a tropical  
cyclone warning signal number 8 or above is hoisted or remains hoisted in Hong Kong at 9:00 a.m. on that day, at the same time and place on  
the second Business Day (as defined in note 6 below) after 17 June 2016 or any adjournment thereof for the purpose of considering and, if  
thought fit, passing the resolutions set out in the notice convening the SGM and at the SGM, and at any adjournment thereof, to vote for me/us  
in my/our name(s) as indicated below in respect of such resolutions and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION	FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>
To approve and adopt the 2016 Share Option Scheme <sup>(Note 5)</sup> .		

Signed this the \_\_\_\_\_ day of \_\_\_\_\_ 2016.

Shareholder's(s) signature(s) <sup>(Notes 7 & 8)</sup>: \_\_\_\_\_

### Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
2. Please insert the number of Shares registered in your name(s). If no number is inserted, this proxy form will be deemed to relate to all such Shares registered in your name(s).
3. Please insert the name and address of the proxy desired in the space provided. **Any alteration made to this proxy form must be initialed by the person who signs it.** If no name is inserted, the duly appointed Chairman of the SGM will set as your proxy.
4. **IMPORTANT: If you wish to vote for or against the resolution, please place a “✓” in the box marked “FOR” or the box marked “AGAINST” as appropriate. Failure to complete a box will entitle your proxy to cast your vote(s) or abstain at his/her discretion. Your proxy will also be entitled to vote or abstain at his/her discretion on any resolution properly put to the SGM other than that referred to in the notice convening the SGM.**
5. The full text of this resolution appears in the notice of the SGM dated 31 May 2016.
6. Business Day means any day (excluding Saturday) on which no “black” rainstorm warning or a tropical cyclone warning signal number 8 or above is hoisted or remains hoisted in Hong Kong at 9:00 a.m. on that day and on which banks in Hong Kong are generally open for business. If a “black” rainstorm warning or a tropical cyclone warning signal number 8 or above is hoisted or remains hoisted in Hong Kong at 9:00 a.m. on 17 June 2016, the SGM will not be held on that day but will be held at the same time and place on the second Business Day after 17 June 2016 or any adjournment thereof.
7. 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 seal or under the hand of an officer or attorney duly authorised to sign the same.
8. Where there are joint registered holders of any Share, any one of such joint holders may vote at the SGM, either in person or by proxy, in respect of such Shares as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the SGM 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 registered 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.
9. A proxy need not be a member of the Company.
10. In order to be valid, this proxy form and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or authority, must be deposited at the offices of the Company's Hong Kong branch share registrar, Tricor Tengis Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the SGM or any adjournment thereof. Completion and return of this proxy form will not preclude you from attending and voting in person at the SGM or any adjournment thereof should you so wish and in such event, this proxy form shall be deemed to be revoked.
11. The ordinary resolution as set out above will be voted on by way of poll.

\* for identification purpose only