



GUANGDONG INVESTMENT LIMITED
(粵海投資有限公司)

(Incorporated in Hong Kong with limited liability)

(Stock Code: 00270)

Form of proxy for the Annual General Meeting
to be held on Monday, 17 June 2019 at 3:00 p.m.

I/We^(Note 1) _____
of _____
being the registered shareholder(s) of _____ shares^(Note 2) in GUANGDONG INVESTMENT LIMITED 粵海投資有限公司
(the "Company"), **HEREBY APPOINT THE CHAIRMAN OF THE MEETING**^(Note 3) or, failing him, _____
of _____

as my/our proxy to attend and act for me/us at the Annual General Meeting (the "Meeting") (and at any adjournment thereof) of the Company to be held at Concord Room, 8th Floor, Renaissance Harbour View Hotel Hong Kong, One Harbour Road, Wanchai, Hong Kong on Monday, 17 June 2019 at 3:00 p.m. for the purpose of considering and, if thought fit, passing the resolutions as set out in the Notice of Annual General Meeting and at such Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below^(Note 4), or if no such indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTIONS	FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To receive and consider the audited consolidated financial statements, the Directors' report and the independent auditor's report for the year ended 31 December 2018.		
2.	To declare a Final Dividend for the year ended 31 December 2018.		
3.	(i) To re-elect Mr. Wen Yinheng as Director.		
	(ii) To re-elect Mrs. Ho Lam Lai Ping, Theresa as Director.		
	(iii) To re-elect Mr. Cai Yong as Director.		
	(iv) To re-elect Dr. Chan Cho Chak, John as Director.		
	(v) To re-elect Mr. Wu Ting Yuk, Anthony as Director.		
	(vi) To authorize the Board to fix the remuneration of Directors.		
4.	To re-appoint Ernst & Young as the independent auditor of the Company and to authorize the Board to fix its remuneration.		
5.	To grant a general mandate to the Directors to issue up to 10% of the issued shares of the Company.		
6.	To grant a general mandate to the Directors to repurchase up to 10% of the issued shares of the Company.		

Dated this _____ day of _____ 2019 Signature(s)^(Note 5) _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The name of all joint holders should be stated.
- Please insert the number of shares of the Company registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares registered in your name(s). Shareholders who would like to appoint proxies may use this form or download a copy from the Company's website at www.gdi.com.hk.
- If any proxy other than the Chairman is preferred, strike out the words "**THE CHAIRMAN OF THE MEETING**" and insert the name and address of the proxy desired in the space provided. A member may appoint a proxy or separate proxies to attend and vote in his stead. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "AGAINST".** Failure to complete any or all the boxes will entitle your proxy to cast his votes at his discretion or abstain from voting. Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the Meeting other than those referred to in the Notice of Annual General 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 be either executed under its common seal or under the hand of an officer or attorney or other person duly authorized to sign the same.
- In the case of joint holders of any shares of the Company, any one of such joint holders may vote at the Meeting, either personally or by proxy, in respect of such shares as if he were solely entitled thereto. However, if more than one of such joint holders is present at the Meeting, either personally or by proxy, the vote of the joint holder whose name stands first in the Register of Members and who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s).
- To be valid, this form of proxy together with the power of attorney (if any) or other authority under which it is signed (if any) or a notarially certified copy thereof, must be lodged at the share registrar of the Company, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time for holding the Meeting or any adjournment thereof (as the case may be).
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and delivery of the form of proxy 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, Cap 486 ("PDPO"), which will include the names and mailing addresses of you and your appointed proxies.
- The Personal Data provided in this form of proxy may be used in connection with processing your appointment of proxies at the Meeting and instructions. Your supply of the Personal Data to the Company and/or its share registrar is on a voluntary basis. However, the Company may not be able to effect the appointment of your proxies and instructions unless you provide us with the Personal Data. The Personal Data will not be transferred to any party outside the Company or its share registrar, unless it is required to do so by law, for example, in response to a court order or a law enforcement agency's request.
- The Personal Data collected in this form of proxy will be retained for such period as may be necessary for our record, verification and notification purposes, and this form of proxy together with the Personal Data contained in this form will be destroyed no later than one year after the Meeting.
- You and your appointed proxy have the right to request access to and/or correction of the respective Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of the Personal Data should be in writing and sent by post to the share registrar of the Company, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong.