



恒 | 生 | 控 | 股
HENG SHENG HOLDINGS

HENG SHENG HOLDINGS LIMITED

恒生控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8181)

FORM OF PROXY FOR THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON MONDAY, 17 SEPTEMBER 2018 AT 11:00 A.M. (OR ANY ADJOURNMENT THEREOF)

I/we ^(note 1) _____
of _____
being the registered holder(s) of ^(note 2) _____
shares of HK\$0.01 each in the share capital of Heng Sheng Holdings Limited (the "Company") hereby appoint the Chairman of the Meeting,
or ^(note 3) _____
of _____
as my/our proxy to act for me/us at the extraordinary general meeting (or at any adjournment thereof) (the "Meeting") of the Company to be held at Unit L, 1/F, Kaiser Estate, Phase 2, 51 Man Yue Street, Hungghom, Kowloon, Hong Kong on Monday, 17 September 2018, at 11:00 a.m. to consider and, if thought fit, pass the special resolution as set out in the notice convening the Meeting and at the meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the said resolution as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

SPECIAL RESOLUTION		FOR ^(note 4)	AGAINST ^(note 4)
1.	(a) subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands by way of issuing a certificate of incorporation on change of name, the English name of the Company be changed from "Heng Sheng Holdings Limited" to "Shi Shi Services Limited" and the dual foreign name in Chinese of the Company be changed from "恒生控股有限公司" to "時時服務有限公司" (the "Proposed Change of Company Name") with effect from the date of the certificate of incorporation on change of name issued by the Registrar of Companies in the Cayman Islands; and (b) the directors of the Company be and are hereby authorized to do all such acts, deeds and things and execute all such documents, including under seal where applicable and attend necessary registration and filing for and on behalf of the Company, as they may consider necessary or expedient in connection with the implementation of or giving effect to the Proposed Change of Company Name.		

Dated this _____

Signature ^(note 5) _____

Notes:

- Full name(s) and address(es) to be inserted in BLOCK CAPITAL LETTERS. The name(s) of all joint registered holders should be stated.
- Please insert the number of shares to which the proxy relates 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 Company registered in your name(s).
- If a proxy other than the Chairman of the Meeting is preferred, strike out words "the Chairman of the Meeting, or" and insert the name and address of the proxy desired in the space provide. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, YOU SHOULD PUT A TICK ("✓") IN THE RELEVANT BOX MARKED "FOR" BESIDE THE RESOLUTION. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, YOU SHOULD PUT A TICK ("✓") IN THE RELEVANT BOX MARKED "AGAINST" BESIDE THE RESOLUTION.** Failure to tick any box will entitle your proxy to cast your votes on the resolution at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting (or any adjournment thereof) other than that referred to in the notice convening the Meeting.
- This form of proxy 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 form of proxy together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority must be deposited at Union Registrars Limited, the Company's branch share registrar and transfer office in Hong Kong, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong, not less than 48 hours before the time fixed for the Meeting (or any adjournment thereof).
- Where there are joint registered holders of any shares of the Company, 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 are present at the Meeting personally or by proxy, 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 holder(s), 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.
- 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 of proxy will not preclude you from attending and voting in person at the Meeting or any adjournment thereof if you so wish. In such event, the form of proxy previously submitted shall be deemed to be revoked.