



鷹君集團有限公司  
Great Eagle  
Holdings Limited

於百慕達註冊成立之有限公司  
Incorporated in Bermuda with limited liability

(Stock Code: 41)

**PROXY FORM FOR 2014 ANNUAL GENERAL MEETING**

I/We, being the registered holder(s) of Great Eagle Holdings Limited (the "Company"), hereby appoint the proxy<sup>(Note 1)</sup> as specified below or failing him/her, **THE CHAIRMAN OF THE MEETING**<sup>(Note 1)</sup> to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at Yat Tung Heen, 2nd Floor, Great Eagle Centre, 23 Harbour Road, Wanchai, Hong Kong on Wednesday, 30 April 2014 at 4:00 p.m. and at any adjournment thereof in respect of the resolutions as indicated below, or if no such indication is given, as my/our proxy thinks fit.

<b>Registered Holder(s)</b> (Complete in ENGLISH BLOCK CAPITALS. The names of all joint holders should be stated.)			
Registered Name			
Registered Address			
Certificate No. <sup>(Note 8)</sup>	Signature <sup>(Note 4)</sup>		
Registered Holding <sup>(Note 2)</sup>			
Date			

<b>Proxy</b> <sup>(Note 1)</sup> (Complete in ENGLISH BLOCK CAPITALS.)			
Full Name		No. of Shares <sup>(Note 3)</sup>	
Full Address			

ORDINARY RESOLUTIONS		FOR <sup>(Note 5)</sup>	AGAINST <sup>(Note 5)</sup>
1.	To receive and consider the audited consolidated Financial Statements of the Company and its subsidiaries for the year ended 31 December 2013 together with the Reports of the Directors and Independent Auditor thereon.		
2.	To declare the payment of a Final Dividend of HK43 cents per share and a Special Final Dividend of HK50 cents per share.		
3.	To re-elect Mr. Cheng Hoi Chuen, Vincent as an Independent Non-executive Director.		
4.	To re-elect Madam Law Wai Duen as an Executive Director.		
5.	To re-elect Mr. Lo Hong Sui, Vincent as a Non-executive Director.		
6.	To re-elect Mr. Kan Tak Kwong as an Executive Director.		
7.	To fix the maximum number of Directors at 15 and authorize the Directors to appoint additional Directors up to such maximum number.		
8.	To fix a fee of HK\$130,000 per annum as ordinary remuneration payable to each Director.		
9.	To re-appoint Messrs. Deloitte Touche Tohmatsu as Auditor and authorize the Board of Directors to fix the Auditor's remuneration.		
10.	To give a general mandate to the Directors to buy-back shares not exceeding 10% of the issued share capital.		
11.	To give a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital.		
12.	To approve, confirm and ratify the grant of options to Dr. Lo Ka Shui.		

Notes:

- If any proxy other than the chairman of the meeting is preferred, please insert the full name and address of the proxy desired in the space provided. A holder entitled to attend and vote at the meeting of the Company is entitled to appoint one or more proxies to attend and vote on his/her behalf. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.** The proxy needs not be a member of the Company, but must attend the meeting (or any adjournment thereof) to represent you.
- Please insert the number of shares registered in the name of the holder(s).
- Please insert the number of shares for this proxy. If no number is inserted, this proxy form will be deemed to relate to all the shares registered in the name of the holder(s).
- This proxy form must be signed and dated by the shareholder or his/her attorney duly authorized in writing. If the shareholder is a company, it should execute this proxy form under its common seal or by the signature(s) of (a) person(s) authorized to sign on its behalf. In the case of joint shareholders, any one shareholder may sign this proxy form. The vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members in respect of the joint shareholding.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "AGAINST".** Failure to tick either 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. **Your proxy will also be entitled to vote at his/her discretion or to abstain on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.**
- In order to be valid, a 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, must be deposited at the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time fixed for holding the meeting or any adjournment thereof.
- Completion and delivery of this proxy form will not preclude you from attending and voting at the meeting if you so wish.
- Please provide one certificate number, if possible, to facilitate processing.
- For the avoidance of doubt, we do not accept any special instructions written on this proxy form.

