



ANXIAN YUAN CHINA HOLDINGS LIMITED
安賢園中國控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 0922)

FORM OF PROXY
FOR THE SPECIAL GENERAL MEETING
TO BE HELD ON MONDAY, 25 FEBRUARY 2019 AT 10:30 A.M.
(OR AT ANY ADJOURNMENTS THEREOF)

I/We¹ _____
of _____
being the registered holder(s) of² _____ shares of HK\$0.10 each in
the capital of ANXIAN YUAN CHINA HOLDINGS LIMITED (the "Company") HEREBY APPOINT³ the chairman of the meeting
or _____
of _____
as my/our proxy to attend, act and vote for me/us and on my/our behalf at the special general meeting of the Company (the "Meeting") (and at any
adjournment thereof) to be held at 2/F, 35-45B Bonham Strand, Sheung Wan, Hong Kong on Monday, 25 February 2019 at 10:30 a.m. (or at any
adjournment thereof) and to vote in respect of the resolutions set out in the notice convening the Meeting (the "Notice") dated 22 January 2019 as indicated
below or, if no such indication is given, as my/our proxy thinks fit. Unless otherwise defined, capitalised terms used in this form of proxy shall have the
same meaning as those defined in the circular of the Company dated 22 January 2019.

SPECIAL RESOLUTION		FOR ⁴	AGAINST ⁴
1.	To remove Ernst & Young as the auditor of the Company and its subsidiaries with immediate effect. [#]		
ORDINARY RESOLUTION			
2.	Conditional upon the passing of the special resolution no.1 above, to appoint BDO Limited as the auditor of the Company and its subsidiaries with immediate effect and to authorise the board of directors of the Company to fix its remuneration. [#]		

[#] The full text of the resolutions is set out in the Notice contained in the circular of the Company dated 22 January 2019 which is sent to the shareholders of the Company together with this proxy form.

Dated this _____ of _____ 2019. Signature(s)⁵ _____

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 form of proxy will be deemed to relate to all the Shares in the Company registered in your name(s).
3. If any proxy other than the chairman of the Meeting is preferred, please 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 INITIALLED BY THE PERSON WHO SIGNS IT.
4. IMPORTANT: IF YOU WISH TO VOTE FOR A PARTICULAR RESOLUTION, TICK IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A PARTICULAR RESOLUTION, TICK IN THE RELEVANT BOX MARKED "AGAINST". Failure to tick a box will entitle your proxy to cast your 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.
5. The 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 authorized.
6. In order 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 certified copy thereof must be lodged at the Company's Hong Kong Branch Share Registrar in Hong Kong, Tricor Abacus Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the Meeting or any adjournment thereof.
7. In the case of joint holders of a share, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company.
8. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
9. Completion and delivery of the form of proxy will not preclude you from attending and voting at the Meeting if you so wish. In the event that you attend the Meeting after having lodged the form of proxy, it will be deemed to have been revoked.

PERSONAL INFORMATION COLLECTION STATEMENT

"Personal Data" in this statement has the same meaning as "personal data" defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO"), which include your and your proxy's name and address. Your supply of the Personal Data is on a voluntary basis and for the purpose of processing your instructions as stated in this Proxy Form (the "Purposes"). If you fail to supply sufficient information, the Company may not be able to process your instructions. The Company may disclose or transfer the Personal Data to its subsidiaries, its Share Registrar and/or third party service provider who provides administrative, computer and other services to the Company for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. The Personal Data will be retained for such period as may be necessary to fulfil the Purposes (including for verification and record purposes). Request for access to and/or correction of the Personal Data can be made in accordance with the provisions of the PDPO and any such request should be in writing and sent to the Privacy Compliance Officer of Tricor Abacus Limited at the above address.

* For identification purposes only