



興勝創建控股有限公司
HANISON CONSTRUCTION HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 896)

**FORM OF PROXY for use at the Extraordinary General Meeting
to be held on 1 February 2013 at 3:00 p.m. or at any adjournment thereof**

I/We ^(note 1) _____
of _____
being the registered holder(s) of ^(note 2) _____ shares of HK\$0.10 each
in the capital of Hanison Construction Holdings Limited (the “Company”), **HEREBY APPOINT** ^(note 3) the Chairman of
the extraordinary general meeting or _____
of _____
or failing him _____
of _____
as my/our proxy to attend for me/us at the extraordinary general meeting of the Company to be held at Function Room – Cypress,
Lobby Floor, InterContinental Hong Kong, 18 Salisbury Road, Kowloon, Hong Kong on 1 February 2013 at 3:00 p.m. for the purpose of
considering and, if thought fit, passing, with or without modification, the ordinary resolutions as set out in the notice convening the said
meeting and at such meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the said resolutions as
hereunder indicated.

Ordinary Resolutions		For ^(note 4)	Against ^(note 4)
1.	To approve the Bonus Issue*		
2.	TO APPROVE, RATIFY AND CONFIRM the construction and renovation services framework agreement dated 20 December 2012 entered into between the Company and HKR International Limited (the “Agreement”), in respect of which a copy of the circular dated 15 January 2013 (the “Circular”) marked “A” and a copy of the Agreement marked “B” have been produced to the meeting and signed by the chairman of the meeting for the purpose of identification, and the terms of and the transactions contemplated thereunder (the “Continuing Connected Transactions”) and the annual caps (as defined in the Circular) in relation to the Continuing Connected Transactions; and TO AUTHORISE any one director of the Company for and on behalf of the Company to execute all such documents and to do all such acts or things incidental to, ancillary to or in connection with the Continuing Connected Transactions.*		

* The full text of the Resolution is set out in the Notice of Extraordinary General Meeting.

Signature: _____

Date: _____

Notes:-

- Full name(s) and address(es) must be inserted in **BLOCK CAPITAL**.
- 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 capital of the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, please strike out “the Chairman of the extraordinary general 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(s) who sign(s) it.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RELEVANT RESOLUTION, TICK THE BOX MARKED “AGAINST”.** Failure to tick either box will entitle your proxy to cast your vote or abstain at his discretion on the relevant resolution. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the said meeting other than those 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, either under its common seal or under the hand of an officer or attorney duly authorised in writing.
- To be valid, this proxy form together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority must be deposited at the Company’s Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not less than 48 hours before the time for holding the meeting or any adjournment thereof.
- Any member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote for him. A proxy need not be a member of the Company.
- In the case of joint holders, 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 holders and for this purpose seniority shall be determined by reference to the order in which the names stand on the Register of Members in respect of the joint holding.
- Completion and return of the form of proxy shall not preclude a member from attending and voting in person at the meeting or any adjourned meeting should he so wish.