



SANBASE CORPORATION LIMITED

莊皇集團公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8501)

Number of shares to which this form of proxy relates^(Note 1)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON TUESDAY, 10 SEPTEMBER 2019 (AND ANY ADJOURNMENT THEREOF)

I/We ^(Note 2) _____ (Name)
of _____ (Address)
being the registered holder(s) of shares in the issued share capital of Sanbase Corporation Limited (the “Company”) hereby appoint the Chairman of the meeting^(Note 3) or _____ (Name)
of _____ (Address)
as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the annual general meeting (the “AGM”) of the Company for the year 2019 to be held at 10:00 a.m. on Tuesday, 10 September, 2019 at 1804B, Tower 1, Admiralty Centre, 18 Harcourt Road, Hong Kong (and at any adjournment thereof).

Please tick (“✓”) the appropriate boxes to indicate how you wish your vote(s) to be cast ^(Note 4).

ORDINARY RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “Directors”) and the independent auditors of the Company for the year ended 31 March 2019.		
2.	To declare a final dividend of HK3.1 cents per share of the Company (“Share”) for the year ended 31 March 2019.		
3.	(a) To re-elect Mr. Wong Sai Chuen as an executive Director.		
	(b) To re-elect Mr. Wong Kin Kei as an executive Director.		
	(c) To re-elect Ms. Hui Man Yee, Maggie as an executive Director.		
4.	To authorize the board of directors (the “Board”) to fix the Directors’ remuneration.		
5.	To re-appoint PricewaterhouseCoopers as the Company’s independent auditors and to authorize the Board to fix their remuneration.		
6(A)	To grant a general unconditional mandate to the Directors to allot, issue and deal with Shares of the Company for an aggregate number not exceeding 20% of the number of the issued Shares of the Company as at the date of the passing of this resolution.		
6(B)	To grant a general unconditional mandate to the Directors to repurchase Shares of the Company for a total number not exceeding 10% of the number of the issued Shares of the Company as at the date of passing this resolution.		
6(C)	To extend the general unconditional mandate granted to the Directors under resolution set out in item 6(A) above by an amount representing the number of the issued Shares of the Company repurchased by the Company pursuant to the general mandate under resolution set out in item 6(B) above (up to a maximum number equivalent to 10% of the number of the issued Shares of the Company as at the date of passing the said resolution set out in item 6(B)).		

Date: _____ 2019

Signature(s) ^(note 5) _____

Notes:

1. Please insert the number of shares to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s). If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified.
2. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
3. If any proxy other than the Chairman of the meeting is preferred, please strike out the words “the Chairman of the meeting” and insert the name and address of the proxy desired in the space provided. Any shareholder of the Company entitled to attend and vote at the AGM is entitled to appoint more than one proxy to attend and vote instead of him and a proxy so appointed shall have the same powers on behalf of the shareholder of the Company which a proxy represent. A proxy need not be a shareholder of the Company. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (“/”) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (“/”) THE BOX MARKED “AGAINST”.** If no direction is given, your proxy will vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
5. This form of proxy must be signed by you or your attorney duly authorized in writing. In case of a corporation, the same must be either under its common seal or under the hand of an officer or attorney so authorized. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
6. In case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the 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.
7. 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 deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong (on or before 10 July 2019: Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong) not later than 48 hours before the time appointed for holding the AGM (i.e. 10:00 a.m. on Sunday, 8 September 2019).
8. Completion and delivery of the form of proxy will not preclude you from attending and voting at the AGM if you so wish.
9. Members of the Company or their proxies shall procure documents of their proof of identity when attending the AGM.
10. The description of the resolutions in this form is by way of summary only. Please refer to the notice of the AGM dated 28 June 2019 for the full text of these resolutions.

PERSONAL INFORMATION COLLECTION STATEMENT

- (i) “Personal Data” in these statements has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (“**PDPO**”).
- (ii) Your and your proxy’s Personal Data provided in this form will be used in connection with processing your request for the appointment of a proxy to attend, act and vote on your behalf as directed above at the AGM. Your supply of your and your proxy’s Personal Data is on voluntary basis. However, the Company may not be able to process your request unless you provide us with such Personal Data.
- (iii) Your and your proxy’s Personal Data may be disclosed or transferred by the Company to its branch share registrar in Hong Kong, and/or other companies or bodies for any of the stated purposes, or when it is required to do so by law, for example, in response to a court order or a law enforcement agency’s request, and retained for such period as may be necessary for our verification and record purposes.
- (iv) By providing your proxy’s Personal Data in this form, you should have obtained the express consent (which has not been withdrawn in writing) from your proxy in using his/her personal data provided in this proxy form and that you have informed your proxy of the purpose for and the manner in which his/her data may be used.
- (v) You/your proxy have/has the right to request access to and/or correction of your/your proxy’s Personal Data respectively in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your/your proxy’s Personal Data should be in writing to the Privacy Compliance Officer, Tricor Investor Services Limited, Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong (on or before 10 July 2019: Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong).