



COMBEST HOLDINGS LIMITED

康佰控股有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock code: 8190)

Form of Proxy for use at the Annual General Meeting (or at any adjournment thereof) to be held at 10:00 a.m. on Tuesday, 14 November 2017

I/We / _____
of _____
being the registered holder(s) of _____
share(s) ² of HK\$0.01 each in the capital of Combest Holdings Limited ("Company"), HEREBY APPOINT THE CHAIRMAN OF THE MEETING ³
or _____
of _____
as my/our proxy to attend and vote for me/us at the annual general meeting ("Meeting") (and at any adjournment thereof) of the Company to be held at 2/F, J Plus, 35-45B Bonham Strand, Sheung Wan, Hong Kong on Tuesday, 14 November 2017, at 10:00 a.m. for the purposes of considering, and, if thought fit, passing the resolutions as set out in the notice convening the 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 resolutions as indicated below.

	ORDINARY RESOLUTIONS	FOR ⁴	AGAINST ⁴
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditors of the Company for the year ended 30 June 2017		
2.	(i) To re-elect the following Directors:		
	(a) Mr. Chan Ngai Sang, Kenny	(a)	(a)
	(b) Mr. Lee Man To	(b)	(b)
	(c) Dr. Cheng Chak Ho	(c)	(c)
	(ii) to authorise the Board of Directors to fix the Directors' remuneration		
3.	To re-appoint Messrs BDO Limited as auditors and to authorise the Board of Directors to fix their remuneration		
4.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the issued share capital of the Company in issue of such time		
5.	To grant a general mandate to the Directors to allot, issue or otherwise deal with additional shares of the Company not exceeding 20% of the issued share capital of the Company in issue of such time		
6.	To extend the general mandate granted to the Directors to issue shares by the number of shares repurchased		
	SPECIAL RESOLUTION		
7.	To approve proposed reduction of share premium		

Dated this day _____ of _____ 2017

Signature of Shareholder(s) ⁵: _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- 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 of the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, strike out 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 INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE APPROPRIATE BOX MARKED "AGAINST".** Failure to tick either 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.
- 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 executed under its common seal or under the hand of an officer or attorney duly authorised.
- 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 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 in respect of the joint holding.
- 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 notorially certified copy thereof, must be deposited at the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- Any member entitled to attend and vote at the Meeting is entitled to appoint a proxy, or if he is holder of more than one share, more than one proxy to attend and vote in his stead. A proxy need not be a member of the Company.
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish, in such event, the instrument appointing a proxy shall be deemed to be revoked.

* For identification purposes only