



# High Fashion International Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 608)

## Form of Proxy for Annual General Meeting

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ ordinary shares of HK\$0.10 each in the capital of **High Fashion International Limited** (the "Company"), hereby appoint the Chairman of the meeting or <sup>(Note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
to act as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company to be held at 10/F, High Fashion Centre, 1-11 Kwai Hei Street, Kwai Chung, New Territories, Hong Kong on Tuesday, 28 May 2013 at 10:30 a.m. and at any adjournment thereof, and to vote on my/our behalf as indicated below in respect of the resolutions to be proposed at the meeting.

Resolutions		For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>
1.	To adopt the Audited Financial Statements together with the Reports of the Directors and Independent Auditor for the year ended 31 December 2012.		
2.	To declare the final dividend for the year ended 31 December 2012.		
3.	(a) To re-elect Professor Yeung Kwok Wing as a director.		
	(b) To re-elect Mr. Woo King Wai as a director.		
	(c) To re-elect Ms. So Siu Hang, Patricia as a director.		
	(d) To authorise Directors to appoint any person as a director either to fill a casual vacancy on the Board of Directors or as an addition to the existing Board of Directors.		
	(e) To fix the directors' fees.		
4.	To re-appoint Deloitte Touche Tohmatsu as auditor to hold office until the conclusion of next annual general meeting of the Company and to authorize the Board of Directors to fix their remuneration.		
5.	A. Ordinary resolution on No. 5A set out in the notice of Annual General Meeting ("Notice") (To grant general mandate to the Board of Directors to issue securities).*		
	B. Ordinary resolution on No. 5B set out in the Notice (To grant general mandate to the Board of Directors to repurchase shares and others securities of the Company).*		
	C. Ordinary resolution on No. 5C set out in the Notice (To extend the general mandate granted to the Board of Directors to issue additional shares).*		

\* The full text of the Resolutions is set out in the Notice, which is included in the circular despatched to shareholders.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2013 Member's Signature(s) <sup>(Notes 6, 7)</sup>: \_\_\_\_\_

### Notes:

- Full name(s) and address(es) of the member(s) completing this form to be inserted in block capitals in the space provided.
- 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 of the meeting is preferred, please insert in **BLOCK** capitals full name and address of the proxy desired and strike out "the Chairman of the meeting or".
- Important: If you wish your proxy to vote for a particular resolution, place a "/" in the appropriate box under "For". If you wish your proxy to vote against a particular resolution, place a "/" in the appropriate box under "Against". If this proxy form is returned to the Company without properly indicating how the proxy shall vote on any particular matter, the proxy shall be entitled to exercise his/her discretion as to whether he/she votes in respect of the relevant matter and if so how.**
- A member entitled to attend and vote at the meeting may appoint a proxy to attend and vote in his stead. A proxy need not be a member of the Company.
- 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 so authorised.
- To be valid, this form of proxy must be completed and deposited at the Company's principal place of business in Hong Kong of 11/F, High Fashion Centre, 1-11 Kwai Hei Street, Kwai Chung, New Territories, Hong Kong, 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, not less than 48 hours before the time appointed for holding the Meeting.
- Any alteration made to this form of proxy must be initialled by the person who sign it.**
- In the 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 all other joint holders 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.
- The proxy need not be a shareholder of the Company but must attend the meeting in person to represent you.
- Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting. In the event that you attend the meeting after having lodged this form of proxy with the Company this form of proxy will be deemed to have been revoked.