



# 創輝珠寶集團控股有限公司 Chong Fai Jewellery Group Holdings Company Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8537)

## Form of Proxy for Extraordinary General Meeting

I/We <sup>(1)</sup> \_\_\_\_\_  
of <sup>(1)</sup> \_\_\_\_\_  
being the registered holder(s) of <sup>(2)</sup> \_\_\_\_\_ shares of HK\$0.1  
each in the share capital of Chong Fai Jewellery Group Holdings Company Limited (the “Company”). **HEREBY APPOINT** <sup>(3)</sup> the Chairman of the  
Extraordinary General Meeting or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to act for me/us and on my/our behalf at the extraordinary general meeting of the Company (the “**Extraordinary General Meeting**”) to be held on Thursday, 31 July 2025 at 10:00 a.m. at No. 6-13, Faerie Court, 80 Ko Shan Road, Hung Hom, Kowloon, Hong Kong  
and at any adjournment thereof and to vote for me/us and in my/our name(s) in respect of such resolutions as indicated below and, if no such  
indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR <sup>(4)</sup>	AGAINST <sup>(4)</sup>
1.	<p><b>“THAT:</b> subject to and conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited (the “<b>Stock Exchange</b>”) granting the approval for the listing of, and permission to deal in, the shares of the Company (the “<b>Shares</b>”) which may fall to be allotted and issued pursuant to the exercise of any options (the “<b>Options</b>”) that may be granted under the 2025 share option scheme of the Company (the rules of which are contained in the document marked “A” produced to the EGM and initialed by the chairman of the EGM for the purpose of identification) (the “<b>2025 Share Option Scheme</b>”), the 2025 Share Option Scheme be and is hereby approved and adopted and the directors (the “<b>Directors</b>”) and the remuneration committee (the “<b>Remuneration Committee</b>”) of the Company be and are hereby authorized to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the 2025 Share Option Scheme including without limitation:</p> <p>(i) to administer the 2025 Share Option Scheme;</p> <p>(ii) to modify and/or amend the 2025 Share Option Scheme from time to time provided that such modification and/or amendment is effected in accordance with the provisions of the 2025 Share Option Scheme relating to modification and/or amendment and subject to Chapter 23 of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “<b>GEM Listing Rules</b>”);</p> <p>(iii) to allot and issue from time to time such number of Shares as may be required to be allotted and issued pursuant to the exercise of the Options granted under the 2025 Share Option Scheme;</p> <p>(iv) to make an application at the appropriate time or times to the Stock Exchange for the listing of, and permission to deal in any Shares which may thereafter from time to time be allotted and issued pursuant to the exercise of the Options granted under the 2025 Share Option Scheme;</p> <p>(v) to consent, if they deem fit and expedient, to such conditions, modifications and/or variations as may be required or imposed by the relevant authorities in relation to the 2025 Share Option Scheme;</p> <p>(vi) the scheme mandate limit of the 2025 Share Option Scheme (being 30,000,000 Shares) be and is hereby approved and adopted;</p> <p>(vii) to do such acts and things and enter into such transactions, arrangements and agreements as the Directors may in their sole discretion consider necessary, desirable or expedient in order to give full effect to and implement the 2025 Share Option Scheme; and</p> <p>(viii) conditional upon the 2025 Share Option Scheme becoming effective, the existing share option scheme adopted by the Company on 6 March 2019 (the “<b>Existing Share Option Scheme</b>”) be and is hereby terminated with effect from the adoption of the 2025 Share Option Scheme (without prejudice to the rights and benefits of and attached to any outstanding options which have been granted under the Existing Share Option Scheme prior to the date of the passing of this resolution).”</p>		

ORDINARY RESOLUTIONS		FOR <sup>(4)</sup>	AGAINST <sup>(4)</sup>
2.	“ <b>THAT:</b> conditional upon the 2025 Share Option Scheme taking effect, the Service Provider Sublimit on the total number of Shares which may be issued in respect of any options granted under the 2025 Share Option Scheme, representing 1% of the total number of Shares in issue, be and is hereby approved and adopted.”		
3.	“ <b>THAT:</b> conditional upon the 2025 Share Option Scheme taking effect, the grant of 15,000,000 Options to Mr. Fu under the 2025 Share Option Scheme, to subscribe for the Shares at the exercise price of HK\$0.142 per Share on the terms and conditions set out in the circular to the shareholders of the Company dated 16 July, 2025 (the “ <b>Circular</b> ”) be and is hereby confirmed and approved.”		
4.	“ <b>THAT:</b> conditional upon the 2025 Share Option Scheme taking effect, the grant of 10,200,000 Options to Ms. Cheung under the 2025 Share Option Scheme, to subscribe for the Shares at the exercise price of HK\$0.142 per Share on the terms and conditions set out in the circular to the shareholders of the Company dated 16 July, 2025 (the “ <b>Circular</b> ”) be and is hereby confirmed and approved.”		
5.	“ <b>THAT:</b> conditional upon the 2025 Share Option Scheme taking effect, the grant of 6,000,000 Options to Mr. Fu Ho Hon under the 2025 Share Option Scheme, to subscribe for the Shares at the exercise price of HK\$0.142 per Share on the terms and conditions set out in the circular to the shareholders of the Company dated 16 July, 2025 (the “ <b>Circular</b> ”) be and is hereby confirmed and approved.”		
6.	“ <b>THAT:</b> conditional upon the 2025 Share Option Scheme taking effect, the grant of 3,000,000 Options to Mr. Zhang under the 2025 Share Option Scheme, to subscribe for the Shares at the exercise price of HK\$0.142 per Share on the terms and conditions set out in the circular to the shareholders of the Company dated 16 July, 2025 (the “ <b>Circular</b> ”) be and is hereby confirmed and approved.”		
7.	“ <b>THAT:</b> conditional upon the 2025 Share Option Scheme taking effect, the grant of 3,000,000 Options to Ms. Lin under the 2025 Share Option Scheme, to subscribe for the Shares at the exercise price of HK\$0.142 per Share on the terms and conditions set out in the circular to the shareholders of the Company dated 16 July, 2025 (the “ <b>Circular</b> ”) be and is hereby confirmed and approved.”		
8.	“ <b>THAT:</b> conditional upon the 2025 Share Option Scheme taking effect, the grant of 3,000,000 Options to Mr. Yu under the 2025 Share Option Scheme, to subscribe for the Shares at the exercise price of HK\$0.142 per Share on the terms and conditions set out in the circular to the shareholders of the Company dated 16 July, 2025 (the “ <b>Circular</b> ”) be and is hereby confirmed and approved.”		
9.	“ <b>THAT:</b> conditional upon the 2025 Share Option Scheme taking effect, the grant of 3,000,000 Options to Mr. Song under the 2025 Share Option Scheme, to subscribe for the Shares at the exercise price of HK\$0.142 per Share on the terms and conditions set out in the circular to the shareholders of the Company dated 16 July, 2025 (the “ <b>Circular</b> ”) be and is hereby confirmed and approved.”		
10.	“ <b>THAT:</b> conditional upon the 2025 Share Option Scheme taking effect, the grant of 3,000,000 Options to Ms. Wang under the 2025 Share Option Scheme, to subscribe for the Shares at the exercise price of HK\$0.142 per Share on the terms and conditions set out in the circular to the shareholders of the Company dated 16 July, 2025 (the “ <b>Circular</b> ”) be and is hereby confirmed and approved.”		
11.	“ <b>THAT:</b> conditional upon the 2025 Share Option Scheme taking effect, the grant of 3,000,000 Options to Ms. Song under the 2025 Share Option Scheme, to subscribe for the Shares at the exercise price of HK\$0.142 per Share on the terms and conditions set out in the circular to the shareholders of the Company dated 16 July, 2025 (the “ <b>Circular</b> ”) be and is hereby confirmed and approved.”		
12.	“ <b>THAT:</b> conditional upon the 2025 Share Option Scheme taking effect, the grant of 3,000,000 Options to Ms. Ling under the 2025 Share Option Scheme, to subscribe for the Shares at the exercise price of HK\$0.142 per Share on the terms and conditions set out in the circular to the shareholders of the Company dated 16 July, 2025 (the “ <b>Circular</b> ”) be and is hereby confirmed and approved.”		
13.	“ <b>THAT:</b> conditional upon the 2025 Share Option Scheme taking effect, the grant of 3,000,000 Options to Mr. Feng under the 2025 Share Option Scheme, to subscribe for the Shares at the exercise price of HK\$0.142 per Share on the terms and conditions set out in the circular to the shareholders of the Company dated 16 July, 2025 (the “ <b>Circular</b> ”) be and is hereby confirmed and approved.”		
14.	“ <b>THAT:</b> conditional upon the 2025 Share Option Scheme taking effect, the grant of 3,000,000 Options to Ms. Ni under the 2025 Share Option Scheme, to subscribe for the Shares at the exercise price of HK\$0.142 per Share on the terms and conditions set out in the circular to the shareholders of the Company dated 16 July, 2025 (the “ <b>Circular</b> ”) be and is hereby confirmed and approved.”		

ORDINARY RESOLUTIONS		FOR <sup>(4)</sup>	AGAINST <sup>(4)</sup>
15.	“ <b>THAT:</b> conditional upon the 2025 Share Option Scheme taking effect, the grant of 1,800,000 Options to Mr. Xie under the 2025 Share Option Scheme, to subscribe for the Shares at the exercise price of HK\$0.142 per Share on the terms and conditions set out in the circular to the shareholders of the Company dated 16 July, 2025 (the “ <b>Circular</b> ”) be and is hereby confirmed and approved.”		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2025

Signature(s) <sup>(7)</sup> \_\_\_\_\_

*Notes:*

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
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 share capital of the Company registered in your name(s).
3. If any proxy other than the Chairman of the Extraordinary General Meeting is preferred, strike out the words “the Chairman of the Extraordinary General Meeting or” and insert the name and address of the proxy desired in the space provided. Any shareholder of the Company may appoint one or more proxies to attend and, on a poll, vote instead of him. A proxy need not be a shareholder of the Company.
4. **IMPORTANT:** If you wish to vote for any of the resolutions, tick in the appropriate box marked “**FOR**”. If you wish to vote against any of the resolutions, tick in the appropriate 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 above.
5. 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.
6. Where there are joint registered holders of any share, any one of such persons may vote at the meeting, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting, in person or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Share shall alone be entitled to vote in respect thereof.
7. To be valid, this form of proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority must be completed and lodged with the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited of 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time appointed for holding the Extraordinary General Meeting or adjourned extraordinary general meeting. Completion and return of the form of proxy will not preclude shareholders from attending the Extraordinary General Meeting and voting in person if they so wish.
8. The full text of the proposed resolutions are set out in the notice of the Extraordinary General Meeting.

**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) The supply of your Personal Data to the Company is on a voluntary basis and such data will be used for processing your instructions as stated in this form of proxy.
- (iii) Your Personal Data will not be transferred to other third parties (other than the Company’s branch share registrar in Hong Kong) unless it is a requirement to so do by law, for example, in response to a court order or a law enforcement agency’s request and will be retained for such period as may be necessary for our verification and record purposes.
- (iv) You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request should be in writing addressed to the Personal Data Privacy Officer of Tricor Investor Services Limited of 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.