



# 大新金融集團有限公司

## DAH SING FINANCIAL HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability under the Companies Ordinance)

(Stock Code: 0440)

### FORM OF PROXY FOR 2012 ANNUAL GENERAL MEETING

I/We \_\_\_\_\_

of \_\_\_\_\_

being the registered holder of \_\_\_\_\_ shares of

HK\$2 each in the share capital of Dah Sing Financial Holdings Limited hereby appoint \*the Chairman of the Meeting, or

of \_\_\_\_\_

as my/our proxy to vote for me/us and on my/our behalf at the 2012 Annual General Meeting of the Company to be held at 20th Floor, Island Place Tower, 510 King's Road, North Point, Hong Kong on Friday, 25 May 2012 at 4:30 p.m. and at any adjournment thereof.

I/We wish this proxy to be used in connection with the undermentioned resolutions in the manner set out below, and if no such indication is given, as my/our proxy thinks fit.

Date: \_\_\_\_\_

Signature: \_\_\_\_\_

(Please indicate with a "✓" in the spaces below how you wish the proxy to vote. Unless so instructed, the proxy will at his discretion vote as he thinks fit or abstain from voting.)

RESOLUTIONS		FOR	AGAINST
1.	To adopt the reports and audited financial statements for 2011		
2.	To approve a final dividend (with scrip option)		
3.	To re-elect Directors		
	(a) To re-elect Mr. Takashi Morimura as a Director		
	(b) To re-elect Mr. Lon Dounn as a Director		
	(c) To re-elect Mr. Roderick Stuart Anderson as a Director		
	(d) To re-elect Mr. John Wai-Wai Chow as a Director		
	(e) To re-elect Mr. Robert Tsai-To Sze as a Director		
	(f) To re-elect Dr. Tai-Lun Sun (Dennis Sun) as a Director		
4.	To fix the fees payable to Directors		
5.	To appoint PricewaterhouseCoopers as auditors of the Company and to authorize the Directors to fix their remuneration		
6.	To approve a general mandate to issue shares		
7.	To approve a general mandate to repurchase shares		
8.	To extend the general mandate to issue shares by adding repurchased shares thereto		

#### Notes:

- A member entitled to attend and vote at the Annual General Meeting ("AGM") is entitled to appoint one or, under particular case, more proxies to attend and vote on his behalf. A proxy needs not a member of the Company.
- Where there are joint registered holders of any share, any one of such persons may vote at the AGM, either personally or by proxy, in respect of such shares as if he were solely entitled thereto, but if more than one of such joint holders is present at the AGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company shall, in respect of such share, be entitled alone to vote in respect thereof.
- In the case of a corporation, the form of proxy must be executed either under its common seal or under the hands of some officers or attorney duly authorized in that behalf.
- In order to be valid, the instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed must be lodged at the Company's share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the AGM (or the adjourned meeting as the case may be).
- Completion and return of the form of proxy will not preclude a member from attending and voting in person at the AGM, if he so wishes. If such member attends the AGM, his form of proxy will be deemed to have been revoked.

\* Delete as appropriate