



# 大新銀行集團有限公司 DahSingBankingGroupLimited

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

The holding company of Dah Sing Bank, Limited and MEVAS Bank Limited

(Stock Code: 2356)

## FORM OF PROXY

Form of proxy for use by shareholders at the Extraordinary General Meeting (the "EGM") of Dah Sing Banking Group Limited (the "Company") to be held at 20th Floor, Island Place Tower, 510 King's Road, North Point, Hong Kong on 16 September 2009 at 3:00 p.m.

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

of \_\_\_\_\_

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

HK\$1.00 each in the share capital of **Dah Sing Banking Group Limited** hereby appoint \*the Chairman of the EGM, or

of \_\_\_\_\_

as my/our proxy to vote for me/us and on my/our behalf at the EGM and at any adjournment thereof.

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

Dated: \_\_\_\_\_

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.)

RESOLUTION	FOR	AGAINST
1. To approve the Agreement (as defined in the circular to the shareholders of the Company dated 31 August 2009), the transactions contemplated thereunder and associated matters.		

### Notes:

- A member entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote on his behalf. A proxy need not be a member of the Company.
- Where there are joint registered holders of any share, any one of such persons may vote at the EGM, 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 EGM 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 hand 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, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the EGM (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 EGM, if he so wishes. If such member attends the EGM, his form of proxy will be deemed to have been revoked.
- The full text of this resolution appears in the notice of the EGM dated 31 August 2009.
- 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 Company registered in your name(s).
- If any proxy other than the Chairman is preferred, please strike out "the Chairman of the EGM 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 WHO SIGNS IT.**

\* Delete as appropriate