



Great Harvest Maeta Group Holdings Limited
 榮豐聯合控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3683)

PROXY FORM

Form of proxy for use by shareholders at the extraordinary general meeting to be held at Room 2702, 27th Floor, 200 Gloucester Road, Wanchai, Hong Kong at 10:30 a.m. on Tuesday, 3 May 2016

I/We (note a) _____
 of _____
 being the registered holder(s) of _____
 (note b) shares (the “Shares”) of HK\$0.01 each in the capital of Great Harvest Maeta Group Holdings Limited (the “Company”) hereby appoint the chairman of the extraordinary general meeting (the “Meeting”) of the Company or _____
 of _____ to
 act as my/our proxy (note c) at the Meeting to be held at Room 2702, 27th Floor, 200 Gloucester Road, Wanchai, Hong Kong at 10:30 a.m. on Tuesday, 3 May 2016 (or any adjournment thereof), for the purpose of considering, if thought fit, passing the proposed resolution as set out in the notice convening the Meeting (the “Notice”) as hereunder indicated, and, if no such indication is given, and on any other resolution properly put to the Meeting, as my/our proxy thinks fit.

| | ORDINARY RESOLUTION | FOR (note d) | AGAINST (note d) |
|----|--|--------------|------------------|
| 1. | To approve, confirm and ratify the Sale and Purchase Agreement, the Supplemental Agreement (both as defined in the Notice) and the transactions contemplated thereunder (including the issue of the Convertible Bonds (as defined in the Notice) and the allotment and issue of the Conversion Shares (as defined in the Notice) upon exercise of conversion right thereunder) and to authorise the directors of the Company to do all such acts and things and execute all such documents necessary to give effect to the Sale and Purchase Agreement, the Supplemental Agreement and the transactions contemplated thereunder. | | |

Dated this _____ day of _____ 2016.

Signature(s) x _____ x (notes e to i)

Notes:

- a Full name(s) and address(es) are to be inserted in **BLOCK CAPITAL LETTERS**. The names of all joint registered holders should be stated.
- b Please insert the number of Shares registered in your name(s) to which the proxy relates. 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).
- c A proxy need not be a member of the Company. If you wish to appoint some person other than the chairman of the Meeting as your proxy, please delete the words “the chairman of the extraordinary general meeting (the “Meeting”) of the Company or” and insert the name and address of the person appointed in the space provided. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint in written form one or, if he is the holder of two or more Shares, more proxies to attend and vote instead of him.
- d If you wish to vote for the resolution set out above, please tick (“√”) the box marked “For”. If you wish to vote against the resolution, please tick (“√”) the box marked “Against”. If you wish to use less than all your votes, or to cast some of your votes “For” and some of your votes “Against” the resolution, you must write the number of votes in the relevant box(es). If the form returned is duly signed but without specific direction on the proposed resolution, the proxy will vote or abstain at his/her discretion in respect of the resolution. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than that referred to in the notice convening the Meeting.
- e In the case of joint holders of Shares, any one of such joint holders may vote, either in person or by proxy, in respect of such Shares as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the Meeting personally or by proxy, then one of the said persons so present whose name stands first on the register in respect of such Shares shall alone be entitled to vote in respect thereof.
- f The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- g In order to be valid, the form of proxy must be in writing under the hand of the appointor or of his/her attorney duly authorised in writing, or if the appointor is a corporation, either under its seal, or under the hand of an officer, attorney or other person authorised to sign the same, and must be deposited with the Hong Kong share registrar and transfer office of the Company, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong (together with the power of attorney or other authority, if any, under which it is signed or a certified copy thereof) not less than 48 hours before the time appointed for holding of the Meeting or any adjournment thereof.
- h Completion and delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the Meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- i Any alteration made to this form should be initialled by the person(s) who sign(s) the form.