



INFINITY DEVELOPMENT HOLDINGS COMPANY LIMITED

星謙發展控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 640)

FORM OF PROXY FOR ANNUAL GENERAL MEETING (OR AT ANY ADJOURNMENT THEREOF)

I/We (note 1) _____ (name)
of _____ (address)
being the registered holder(s) of (note 2) _____ shares of HK\$0.01 each in the share capital of
Infinity Development Holdings Company Limited (the "Company"), HEREBY APPOINT (note 3) _____ (name)
of _____ (address)
or the chairman of the annual general meeting (the "AGM") to act as my/our proxy/proxies at the AGM (or at any adjournment thereof) to be held at Falcon Room I, Basement, Gloucester Luk Kwok Hong Kong, 72 Gloucester Road, Wan Chai, Hong Kong on Friday, 21 February 2020 at 3:00 p.m.
for the purposes of considering and, if thought fit, passing the resolutions set out in the notice convening the AGM and at the AGM (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as hereunder indicated.

	Ordinary Resolutions (note 4)	For (note 5)	Against (note 5)
1.	To receive and consider the audited consolidated financial statements and reports of directors (the "Directors") and auditors for the year ended 30 September 2019		
2.	To approve the recommended final dividend of HK5.2 cents per ordinary share(s) of HK\$0.01 each in the share capital of the Company (the "Shares")		
3.	(a) To re-elect Mr. Ip Ka Lun as an executive Director		
	(b) To re-elect Mr. Stephen Graham Prince as an executive Director		
	(c) To re-elect Mr. Chan Wing Yau George, who has served the Company for more than nine years, as an independent non-executive Director		
	(d) To authorise the board of Directors to fix the Directors' remuneration		
4.	To re-appoint RSM Hong Kong as auditors of the Company and to authorize the board of Directors to fix their remuneration		
5.	To grant a general mandate to the Directors to allot, issue or otherwise deal with additional shares not exceeding 20% of the total number of the Shares in issue as at the date of this resolution		
6.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the total number of the Shares in issue as at the date of passing of this resolution		
7.	To extend the general mandate granted to the Directors under resolution (5) above to allot and issue the Shares by the number of Shares repurchased by the Company under the mandate referred to in resolution (6) above		

Signature (note 6) _____

Dated this _____ day of _____ 2020

Notes:

- (1) Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- (2) Please insert the number of Shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the Shares registered in your name(s).
- (3) Please insert the name of the proxy desired. If no name is inserted, the chairman of the AGM will act as your proxy. Any alteration made to this form of proxy must be initialed by the person(s) who signs.
- (4) The descriptions of the above resolutions are by way of summary only. The full text appears in the relevant notice of AGM.
- (5) **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK IN THE BOX SET OPPOSITE THAT RESOLUTION BELOW THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK IN THE BOX SET OPPOSITE THAT RESOLUTION BELOW THE BOX MARKED "AGAINST".** If no direction is given, your proxy will be entitled to cast your vote or abstain from voting at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
- (6) This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be executed either under its common seal or under the hand of an officer, attorney or other person duly authorized to execute the same.
- (7) In the case of joint registered holders of any Shares, any one of such joint registered holders may vote at the AGM, either personally or by proxy, in respect of such Shares as if he was solely entitled thereto; but if more than one of such joint registered holders be present at the AGM, either personally or by proxy, that one of such joint registered holders so present whose name stands first on the register of members in respect of such Shares shall alone be entitled to vote in respect thereof to the exclusion of the votes of the other joint registered holder(s).
- (8) In order to be valid, you are requested to lodge this form of proxy together with the power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof at the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong (the "Share Registrar"), not less than 48 hours before the time appointed for holding the AGM (i.e. at or before 3:00 p.m. on Wednesday, 19 February 2020) or the adjourned AGM.
- (9) For determining the entitlement to attend and vote at the AGM, the register of members of the Company will be closed from Tuesday, 18 February 2020 to Friday, 21 February 2020, both days inclusive, during which period no transfer of Shares shall be effected. In order to qualify for the entitlement to attend and vote at the annual general meeting, all transfer documents accompanied by the relevant share certificates must be lodged with the Share Registrar for registration no later than 4:30 p.m. on Monday, 17 February 2020.
- (10) For determining the entitlement of the final dividend, the register of members of the Company will be closed from Thursday, 27 February 2020 to Friday, 28 February 2020, both days inclusive, during which period no transfer of Shares shall be effected. In order to qualify for the final dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Share Registrar for registration no later than 4:30 p.m. on Wednesday, 26 February 2020. The final dividend is expected to be distributed on Monday, 16 March 2020.
- (11) A proxy need not be a member of the Company but must attend the AGM in person to represent you.
- (12) Completion and return of this form of proxy will not preclude you from attending and voting at the AGM or the adjourned AGM if you so wish. In the event that you attend the AGM or the adjourned AGM, this form of proxy will be deemed to be revoked.
- (13) If a typhoon signal no. 8 or above is hoisted or a black rainstorm warning signal is in force at or at any time after 1:00 p.m. on the date of the meeting, the meeting will be adjourned. The Company will post an announcement on the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk and the website of the Company at www.infinitydevelopment.com.hk and to notify shareholders of the date, time and place of the adjourned meeting. The meeting will be held as scheduled when an amber or a red rainstorm warning signal is in force. Shareholders should decide on their own whether they would attend the meeting under bad weather conditions bearing in mind their own situations.
- (14) References to time and dates in this form of proxy are to Hong Kong time and dates.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the AGM of the Company (the "Purposes"). We may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorized by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing to Tricor Investor Services Limited at the aforesaid address.