



天虹紡織集團有限公司 TEXHONG TEXTILE GROUP LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 2678)

PROXY FORM

Form of proxy for use by shareholders at the extraordinary general meeting (the “EGM”) to be convened at 2:30 p.m. on Wednesday, 28 December 2022 at Function Room 1, 11th Floor, L’hotel Nina et Convention Centre, 8 Yeung Uk Road, Tsuen Wan, Hong Kong (or any adjournment thereof).

I/We (note a) _____

of _____

being the holder(s) of _____ (note b) shares

of HK\$0.10 each of Texhong Textile Group Limited (“Company”) hereby appoint the Chairman of the EGM or _____

of _____

to act as my/our proxy (note c) at the EGM to be held at 2:30 p.m. on Wednesday, 28 December 2022 at Function Room 1, 11th Floor, L’hotel Nina et Convention Centre, 8 Yeung Uk Road, Tsuen Wan, Hong Kong and at any adjournment thereof and to vote on my/our behalf as directed below.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll (note d).

ORDINARY RESOLUTION		FOR	AGAINST
1.	To approve the asset purchase agreement dated 7 November 2022 and the supplemental asset purchase agreement dated 8 December 2022 entered into between a wholly-owned subsidiary of the Company as purchaser and Texhong Industrial Park Vietnam Limited as the vendor for the sale and purchase of certain assets and land in Vietnam and the transactions contemplated thereunder.		
SPECIAL RESOLUTIONS			
2.	To approve the change of the English name of the Company from “Texhong Textile Group Limited” to “Texhong International Group Limited” and to adopt the dual foreign name of the Company in Chinese of “天虹國際集團有限公司” in place of its existing dual foreign name “天虹紡織集團有限公司”.		
3.	To approve the proposed amendments of the memorandum of association and articles of association of the Company and to adopt the amended and restated memorandum of association and amended and restated articles of association of the Company.		

Dated: _____

Shareholder’s signature: x _____ x (notes e, f, g, h and i)

Notes:

- Full name(s) and address(es) are to be inserted in BLOCK CAPITALS.
- 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 capital of the Company registered in your name(s).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the EGM as your proxy, please delete the words “the Chairman of the EGM of the Company or” and insert the name and address of the person appointed as your proxy in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick (“✓”) the boxes marked “For”. If you wish to vote against any resolutions, please tick (“✓”) the boxes marked “Against”. If the form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the EGM other than those set out in the notice convening the EGM.
- In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the EGM, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- To be valid, this form of proxy together with any 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 deposited at the offices of the Company’s Hong Kong branch share registrar, Boardroom Share Registrars (HK) Limited at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong, not later than 48 hours before the time of the EGM (i.e., at or before 2:30 p.m. on Monday, 26 December 2022 (Hong Kong time)) or any adjourned meeting.
- Any alteration made to this form should be initialled by the person who signs the form.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof if you so wish.
- References to time and dates in this proxy are to Hong Kong time and dates.

PERSONAL INFORMATION COLLECTION STATEMENT

- “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 (the “PDPO”).
- Your supply of the Personal Data to the Company is on a voluntary basis and is used for processing your instructions and/or requests as stated in this form of proxy.
- Your Personal Data will not be transferred to other third parties (other than the Share Registrar of the Company) unless it is a requirement to do so 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.
- 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 Boardroom Share Registrars (HK) Limited, Room 2103B, 21/F., 148 Electric Road, North Point, Hong Kong.