

National Investments

National Investments Fund Limited

國盛投資基金有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1227)

PROXY FORM

Form of proxy for use by shareholders at the annual general meeting of the Company (the “Meeting”) to be held at Unit 3705, 37/F., 118 Connaught Road West, Hong Kong on Thursday, 18 June 2020 at 2:30 p.m. (or any adjournment thereof)

I/We ^(note a) _____
of _____
being the holder(s) of _____ ^(note b) share(s) of HK\$0.10 each of National Investments Fund Limited (the “Company”) hereby appoint the Chairman of the Meeting or _____
of _____
to act as my/our proxy ^(note c) at the Meeting to be held at Unit 3705, 37/F., 118 Connaught Road West, Hong Kong on Thursday, 18 June 2020 at 2:30 p.m. and at any adjournment thereof and vote on my/our behalf as directed below.

ORDINARY RESOLUTIONS		FOR ^(note d)	AGAINST ^(note d)
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and the auditors of the Company for the year ended 31 December 2019.		
2(a).	(i) To re-elect Ms. Xie Xiangrong as a non-executive director of the Company.		
	(ii) To re-elect Mr. Li Li as an independent non-executive director of the Company.		
2(b).	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.		
3.	To re-appoint Zhonghui Anda CPA Limited as the auditors of the Company and authorise the board of directors of the Company to fix their remuneration.		
4.	To grant a general unconditional mandate to the directors of the Company to allot, issue or otherwise deal with additional shares of the Company for an aggregate number not exceeding 20% of the number of the issued shares of the Company as at the date of the passing of this resolution. [#]		
5.	To grant a general unconditional mandate to the directors of the Company to purchase the Company’s shares for a total number not exceeding 10% of the number of the issued shares of the Company as at the date of the passing of this resolution. [#]		
6.	Conditional on the passing of resolutions numbered 4 and 5, to extend the issue mandate under resolution numbered 4 by an amount representing the aggregate number of issued shares of the Company repurchased by the Company pursuant to the authority granted under resolution numbered 5 above (up to a maximum number equivalent to 10% of the number of the issued share of the Company as at the date of the passing of the said resolution no.5). [#]		

[#] Full text of the relevant resolutions is set out in the notice dated 22 April 2020 convening the Meeting.

Dated _____ Shareholder’s signature ^(notes e, f, g and h) _____

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).
- If you are a shareholder who is entitled to attend and vote at the Meeting, you are entitled to appoint one or more proxies to attend instead of you and to vote on your behalf. A proxy need not be a member of the Company, but must attend the Meeting in order to represent you. 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 Meeting or” and insert the name and address of the person appointed as your proxy in the space provided.
- If you wish to vote for a resolution set out above, please tick (“✓”) the appropriate box marked “FOR”. If you wish to vote against a resolution, please tick (“✓”) the appropriate box 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 Meeting or any adjournment thereof other than those set out in the notice convening the Meeting.
- In the case of a joint holding, this Proxy Form may be signed by any joint holder, but if more than one joint holder is present at the Meeting, 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 Proxy Form must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under seal or under the hand of an officer or attorney or other person duly authorized to sign the same.
- To be valid, this Proxy Form together with any power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority must be deposited at the Company’s Hong Kong branch share registrar, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting 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 Proxy Form will not preclude you from attending and voting in person at the Meeting or any adjournment thereof if you so wish.