



**TRINITY LIMITED**  
**利邦控股有限公司\***  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 891)**

**PROXY FORM**

**Form of proxy for use at the Special General Meeting to be held on Wednesday, 17 January 2018 or any adjournment thereof**

I/We,<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>2</sup> \_\_\_\_\_ shares of HK\$0.10 each in the capital of Trinity Limited (the “**Company**”), hereby appoint<sup>3</sup> the chairman of the Meeting or \_\_\_\_\_ of \_\_\_\_\_  
as my/our proxy to attend and vote for me/us and on my/our behalf at the special general meeting (the “**Meeting**”) of the Company to be held at Ground Floor, Hong Kong Spinners Industrial Building, Phases I & II, 800 Cheung Sha Wan Road, Kowloon, Hong Kong on Wednesday, 17 January 2018 at 11:30 a.m. or at any adjournment thereof on the following resolutions as indicated below or, if no such indication is given, as my/our proxy thinks fit:

Full text of the following resolutions are set out in the notice convening the meeting dated 22 December 2017 which have also been incorporated into the circular of the Company dated 22 December 2017 (the “**Circular**”). Unless otherwise stated, capitalised terms used in this proxy form shall have the same meanings as those defined in the Circular.

ORDINARY RESOLUTIONS		For <sup>4</sup>	Against <sup>4</sup>
1.	To confirm, approve and ratify the entering into of the Subscription Agreement and the transactions contemplated thereunder, including but not limited to the allotment and issue of the Subscription Shares		
2.	Subject to the passing of the ordinary resolution numbered 1 above, to approve the Whitewash Waiver and to authorise the Directors to do all such acts and things and execute all such documents to implement and/or give effect to the Whitewash Waiver		
3.	Subject to the passing of the ordinary resolutions numbered 1 and 2 above, to approve the Authorised Share Capital Increase		

Signature(s)<sup>5</sup> \_\_\_\_\_

Date: \_\_\_\_\_

*Notes:*

- (1) Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- (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 in the Company registered in your name(s).
- (3) If any proxy other than the chairman of the Meeting is preferred, please strike out the words “the chairman of the Meeting 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(S) WHO SIGNS IT. A proxy need not be a member of the Company but must attend the Meeting (or any adjournment thereof) in person to represent you.
- (4) Please indicate with a “✓” in the appropriate space beside each of the resolutions how you wish the proxy to vote on your behalf on a poll. If this form is returned duly signed, but without any such indication, the proxy will cast votes at his/her discretion or to abstain from voting. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting (or any adjournment thereof) other than those set out in the notice convening the Meeting.
- (5) This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorised.
- (6) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority is determined by the order in which the names stand in the Register of Members of the Company in respect of the jointly held shares.
- (7) 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 certified copy of such power of attorney or authority shall be deposited with the Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for the Meeting or any adjourned Meeting.
- (8) A resolution put to vote at the Meeting is to be decided by way of a poll. On a poll, every member present in person or by proxy or (being a corporation) by its duly authorised representative shall have one vote for every fully paid share held by him/her/it and a member entitled to more than one vote need not, if he/she/it votes, use all votes or cast all the votes he/she/it uses in the same way. The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company at [www.trinitygroup.com](http://www.trinitygroup.com) following the Meeting.

\* For identification purposes only