



**TRINITY LIMITED**

**利邦控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 891)**

**SECOND PROXY FORM**

**Second form of proxy for use at the Annual General Meeting  
to be held on Thursday, 17 May 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 Annual 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 Thursday, 17 May 2018 at 11:30 am 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:

ORDINARY RESOLUTIONS		For <sup>4</sup>	Against <sup>4</sup>
1.	To receive the Audited Consolidated Financial Statements and the Reports of the Directors and the Auditor for the year ended 31 December 2017		
2.	(i) To re-elect Dr Victor FUNG Kwok King as Director		
	(ii) To re-elect Mrs Eva CHENG LI Kam Fun as Director		
	(iii) To re-elect Mr QIU Yafu as Director		
	(iv) To re-elect Ms QIU Chenran as Director		
	(v) To re-elect Mr Paul David HAOUZI as Director		
	(vi) To re-elect Mr Kelvin HO Cheuk Yin as Director		
	(vii) To re-elect Mr Minoru KITABATAKE as Director		
	(viii) To re-elect Mr Daniel LALONDE as Director		
	(ix) To re-elect Ms SUN Weiyang as Director		
3.	To re-appoint PricewaterhouseCoopers as Auditor and authorise the Board of Directors to fix its remuneration		
4.	To give a general mandate to the Directors to issue new shares up to 20%		
5.	To give a general mandate to the Directors to repurchase the Company’s shares up to 10%		
6.	To authorise the Directors to issue the shares repurchased by the Company		

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

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2018

\* For identification purposes only

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 second form of proxy (the “Second Proxy Form”) 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 THE SECOND PROXY FORM MUST BE INITIALLED 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) The Second Proxy Form 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, Second 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 of attorney or authority shall be deposited with the Company’s Hong Kong branch share registrar, Tricor Investor Services Limited (the “Share Registrar”), 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 (the “Closing Time”).
- (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.
- (9) **IMPORTANT: A SHAREHOLDER WHO HAS ALREADY LODGED THE FIRST FORM OF PROXY (THE “FIRST PROXY FORM”) WHICH WAS SENT TOGETHER WITH THE CIRCULAR DATED 17 APRIL 2018 CONTAINING THE NOTICE OF THE ANNUAL GENERAL MEETING, SHOULD NOTE THAT:**
  - (i) If no Second Proxy Form is lodged with the Share Registrar, the First Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by the Shareholder. The proxy so appointed by the Shareholder will be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the Meeting, including the additional/revised proposed resolutions set out in the supplemental notice of the Meeting.
  - (ii) If the Second Proxy Form is lodged with the Share Registrar before the Closing Time, the Second Proxy Form, if correctly completed, will revoke and supersede the First Proxy Form previously lodged by him/her/it. The Second Proxy Form will be treated as a valid proxy form lodged by the Shareholder.
  - (iii) If the Second Proxy Form is lodged with the Share Registrar after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the Second Proxy Form will be invalid. The proxy so appointed by the Shareholder under the First Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no Second Proxy Form was lodged with the Share Registrar. Accordingly, Shareholders are advised to complete the Second Proxy Form carefully and lodge the Second Proxy Form with the Share Registrar before the Closing Time.