



DYNAMIC HOLDINGS LIMITED

達力集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 029)

Form of proxy for use at the annual general meeting (the “Meeting”) (or at any adjournment thereof) of **DYNAMIC HOLDINGS LIMITED** (the “Company”) to be convened on Friday, 11 December 2015 at 3:00 p.m.

I/We (Note 1) _____
of _____
being the registered holder(s) of (Note 2) _____ ordinary shares of HK\$1.00 each in the share capital of the Company,
HEREBY APPOINT (Note 3) _____
of _____

or failing him, the Chairman of the Meeting as my/our proxy to act for me/us at the Meeting (or at any adjournment thereof) to be held at Unicorn Room, Basement 2, The Charterhouse Causeway Bay, 209–219 Wanchai Road, Hong Kong on Friday, 11 December 2015 at 3:00 p.m. for the purpose of considering and, if thought fit, passing with or without amendments, the resolutions set out in the notice convening the Meeting (or at any adjournment thereof), to vote for me/us and in my/our name(s) as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

Resolutions		For (Note 4)	Against (Note 4)
1.	To receive and consider the audited consolidated financial statements and the reports of the Directors and Independent Auditor for the year ended 30 June 2015.		
2.	To declare a final dividend of 3 Hong Kong cents per share.		
3.	(a) To re-elect Mr. TAN Harry Chua as Director.		
	(b) To re-elect Mr. CHEUNG Chi Ming as Director.		
	(c) To re-elect Mr. CHIU Siu Hung, Allan as Director.		
	(d) To re-elect Dr. SY Robin Chua as Director.		
	(e) To authorise the Directors to fix their remuneration.		
4.	To re-appoint Deloitte Touche Tohmatsu as Auditor and to authorise the Directors to fix its remuneration.		
5.	Pursuant to ordinary resolution no. 5 set out in the notice of the Meeting, to grant a general mandate to the Directors to repurchase issued shares of the Company.		
6.	Pursuant to ordinary resolution no. 6 set out in the notice of the Meeting, to grant a general mandate to the Directors to issue shares of the Company.		
7.	Pursuant to ordinary resolution no. 7 set out in the notice of the Meeting, to extend the general mandate granted to the Directors to issue additional shares of the Company.		

Dated _____ 2015

Signature _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of HK\$1.00 each registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
3. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR EITHER OF THE RESOLUTIONS, TICK IN THE BOX MARKED “FOR” BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST EITHER OF THE RESOLUTIONS, TICK IN THE BOX MARKED “AGAINST” BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete the boxes will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolutions properly put to the Meeting other than that referred to 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. Where there are joint registered holders of any share(s), any one of such persons may vote at the Meeting (or at any adjournment thereof), either personally or by proxy, in respect of such share(s) as if he were solely entitled thereto; but if more than one of such joint holders be present at the Meeting (or at any adjournment thereof) personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such share(s) shall alone be entitled to vote in respect thereof.
7. To be valid, this form of proxy, duly completed and signed in accordance with the instructions printed herein together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the principal place of business of the Company at 17th Floor, Eton Tower, 8 Hysan Avenue, Causeway Bay, Hong Kong not less than 48 hours before the time for holding the Meeting or any adjourned meeting thereof (as the case may be).
8. The proxy need not be a member of the Company but must attend the Meeting (or at any adjournment thereof). The proxy may vote on your behalf on a poll.
9. Any alteration made in this form of proxy must be initialled by the person who signs it.
10. Completion and return of this form of proxy will not preclude you from attending and voting at the Meeting (or any adjournment thereof) should you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.