

# Southwest Securities International Securities Limited

## 西證國際證券股份有限公司\*

(Incorporated in Bermuda with limited liability)

(Stock Code: 812)

**Form of proxy for the Annual General Meeting (the “AGM”) of Southwest Securities International Securities Limited (the “Company”) to be held at Conference Room, 4/F., Chuangjian Building, No. 6023 Shennan Road, Futian District, Shenzhen, China on Friday, 28 June 2019 at 10:15 a.m. (Hong Kong time) and any adjournment thereof.**

I/We <sup>1</sup> \_\_\_\_\_

of \_\_\_\_\_

being the registered holder(s) of <sup>2</sup> \_\_\_\_\_ Share(s) of HK\$0.10

each in the capital of the Company hereby appoint the Chairman of the AGM, or <sup>3</sup> \_\_\_\_\_

of \_\_\_\_\_

as my/our proxy to attend and vote on my/our behalf at the AGM and any adjournment thereof in respect of the resolutions to be put to the AGM as set out in the notice convening the AGM <sup>4</sup>. The proxy will vote as indicated below in respect of the resolutions set out in the notice convening the AGM:

	ORDINARY RESOLUTIONS	FOR <sup>5</sup>	AGAINST <sup>5</sup>
1.	To receive and consider the report of the directors, the audited consolidated financial statements and the independent auditor's report for the year ended 31 December 2018.		
2.	To re-elect Ms. Wang Huiyun*, a retiring director, as an executive director of the Company.		
3.	To re-elect Mr. Xiong Xiaoqiang*, a retiring director, as an executive director of the Company.		
4.	To re-elect Dr. Guan Wenwei, a retiring director, as an independent non-director of the Company.		
5.	To authorise the board of directors of the Company to fix the remuneration of the directors.		
6.	To re-appoint Ernst & Young as the auditor of the Company and to authorise the board of directors of the Company to fix its remuneration.		
7.	To grant a general mandate to the directors of the Company to repurchase shares in the Company.		
8.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares in the Company.		
9.	To extend the general mandate granted by resolution no. 8 by adding the shares purchased pursuant to the general mandate granted by resolution no. 7.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2019 Signature <sup>6</sup> \_\_\_\_\_

### Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
2. Please insert the number of ordinary shares of HK\$0.10 each in the capital of the Company registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all such shares of the Company registered in your name(s).
3. If any proxy other than the Chairman of the AGM is appointed, strike out “the Chairman of the AGM or” and insert the name and address of the proxy desired in the space provided. A proxy need not be a member of the Company.
4. Completion and return of this form of proxy will not preclude you from attending and voting at the AGM should you wish.
5. **IMPORTANT:** If you wish to vote for a resolution, place a “X” in the relevant box marked “FOR”. If you wish to vote against a resolution, place a “X” in the relevant box marked “AGAINST”. Failure to complete a box will entitle your proxy to cast your vote(s) or abstain at his discretion. Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
6. 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 seal or under the hand of an officer or attorney or other person duly authorised to sign the same.
7. **In order to be valid, this form of proxy together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy of such power of attorney or authority), must be delivered to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof.**
8. If there is a black rainstorm warning or a tropical cyclone warning signal number 8 or above in force in Hong Kong or a red rainstorm warning or a red typhoon warning signal in force in Shenzhen at or after 6:00 a.m. on 28 June 2019 and/or the Hong Kong or Shenzhen Observatory has announced at or before 6:00 a.m. on 28 June 2019 that either of the abovementioned warnings is to be issued within the next two hours, the AGM shall automatically be postponed to 3 July 2019 (the “Re-scheduled Day”) on which no black rainstorm warning or tropical cyclone warning signal number 8 or above (in case for Hong Kong) or no red rainstorm warning or red typhoon warning signal (in case for Shenzhen) is hoisted on the Re-scheduled Day and in such case the meeting shall be held at 10:15 a.m. at Conference Room, 4/F., Chuangjian Building, No. 6023 Shennan Road, Futian District, Shenzhen, China.
9. Where there are joint holders of any share/shares, any one of such joint holders may vote, either in person or by proxy, at the AGM in respect of such share as if he was solely entitled thereto, but if more than one of such joint holders be present at the AGM the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
10. Any alterations made to this form of proxy must be initialled by the person who signs it.

\* For identification purpose only