



Evershine Group Holdings Limited

永耀集團控股有限公司

(Incorporated in Hong Kong with limited liability)
(Stock Code: 8022)

PROXY FORM FOR EXTRAORDINARY GENERAL MEETING

I/We⁽¹⁾ _____
of _____
being the registered holder(s) of _____ shares⁽²⁾ of Evershine Group Holdings Limited (the "Company"), HEREBY APPOINT THE CHAIRMAN OF THE MEETING or⁽³⁾ _____
of _____
as my/our proxy to vote and act for me/us at the extraordinary general meeting (and at any adjournment thereof) of the Company to be held at 2-4/F., Pico Tower, 66 Gloucester Road, Wanchai, Hong Kong on 29 August 2018 at 10:30 a.m. for the purpose of considering and, if thought fit, passing the resolution as set out in the notice convening the said meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolution as indicated below, or, if no such indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTION	FOR ⁽⁴⁾	AGAINST ⁽⁴⁾
1.	To approve, ratify and confirm the sale and purchase agreement entered into between the purchaser, Ottoman Evershine Insaat Proje Ticaret Anonim Sirketi, a company incorporated in Turkey and an indirect wholly owned subsidiary of the Company and the vendor, Mr. Osman Boyracı and the target company, Boyracı Yapı İnssaat Taahhüt Gayrimenkul Yatırım Anonim Sirketi, a company incorporated in Turkey, in respect of the sale and purchase of an additional 30% equity interest in the target company dated 6 June 2017 (as amended by the supplemental deed dated 6 November 2017, the side letter dated 26 February 2018, and extension letters dated 6 December 2017 and 30 June 2018) and the transactions contemplated thereunder.		

Dated this _____ day of _____ 2018 Signed⁽⁵⁾ _____

Notes:

- Full name(s) and address(es) to be inserted in BLOCK CAPITALS.
- Please insert the number of shares to which this form of proxy relates 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 Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out the words "the Chairman of the Meeting or" herein stated and insert the name and address of the proxy desired in the space provided in BLOCK CAPITAL. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK ("✓") THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK ("✓") THE APPROPRIATE BOX MARKED "AGAINST". Failure to complete any or all the boxes will entitle your proxy to cast his votes at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- 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.
- In the case of joint registered holders of any share, any one of such persons may vote at the meeting either personally or by proxy in respect of such share as if he were solely entitled thereto. But if more than one of such joint holders be present at the meeting personally or by proxy, the vote of the senior who tenders a vote will be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of such share.
- 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 thereof must be deposited at the Company's share registrar and transfer office, Hong Kong Registrars Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong at least 48 hours before the time for the holding of the meeting or any adjournment thereof.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the extraordinary general meeting if you so wish.
- Any alteration made in this form of proxy must be initialled by the person who signs it.
- The full text of the resolution appears in the notice of the extraordinary general meeting dated 10 August 2018.