



CENTRAL DEVELOPMENT HOLDINGS LIMITED

中發展控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 475)

REVISED FORM OF PROXY FOR ANNUAL GENERAL MEETING TO BE HELD ON THURSDAY, 11 SEPTEMBER 2025 (OR AT ANY ADJOURNMENT THEREOF)

I/We ^(Note 1) _____ (name of shareholder)
of _____ (address of shareholder)
being the registered holder(s) of ^(Note 2) _____ shares of HK\$0.01 each in the capital of Central Development Holdings Limited (the “Company”) hereby appoint ^(Note 3) the Chairman of the Annual General Meeting or _____ of _____ as my/our proxy to attend and act on my/our behalf at the Annual General Meeting of the Company to be held at 24/F, OfficePlus@Wan Chai, 303 Hennessy Road, Wanchai, Hong Kong on Thursday, 11 September 2025 at 10:00 a.m. or at any adjournment thereof and to vote for me/us on the resolutions referred to in the Notice of the Annual General Meeting (with or without modifications) as indicated below:

ORDINARY RESOLUTIONS		For ^(Note 4)	Against ^(Note 4)
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 March 2025.		
2.	To re-elect the following directors (the “Director(s)”) of the Company:		
	a. Mr. Li Wei Qi, Jacky as an executive Director;		
	b. Mr. Zhang Bing as an executive Director;		
	c. Mr. Jin Qingjun as an independent non-executive Director; and		
	d. Mr. Lan Yadong as an independent non-executive Director.		
3.	To authorize the board of Directors (the “Board”) to fix the Directors’ remuneration.		
4.	To re-appoint Prism Hong Kong Limited as auditor of the Company and to authorize the Board to fix their remuneration.		
5A.	To grant a general mandate to the Directors to issue and allot shares of the Company.		
5B.	To grant a general mandate to the Directors to repurchase the Company’s shares.		
5C.	To extend the mandate granted under resolution 5A by including the number of shares repurchased by the Company pursuant to resolution 5B.		
6.	To re-elect Mr. Tang Shukuan as an executive Director.		

Dated this day _____ of _____ 2025

Signature ^(Note 6) _____

Notes:

- Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
 - Please insert the number of shares registered in your name(s) to which the proxy relates. If no number is inserted, this revised form of proxy (the “**Revised Proxy Form**”) will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
 - If any proxy other than the Chairman of the Annual General Meeting is preferred, strike out the words “the Chairman of the Annual General Meeting or”, and insert the name and address of the proxy desired in the space provided.
 - IMPORTANT: IF YOU WISH YOUR PROXY TO VOTE ON YOUR BEHALF FOR A PARTICULAR RESOLUTION, TICK THE BOX MARKED “FOR”. IF YOU WISH YOUR PROXY TO VOTE AGAINST A PARTICULAR RESOLUTION, TICK THE BOX MARKED “AGAINST”.** If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his discretion whether to vote for or against the resolutions or to abstain from voting. Your proxy will also be entitled to vote at his discretion on any amendment to the resolutions referred to in the notice and its supplemental notice of the Annual General Meeting which have been properly put to the meeting.
 - The full text appears in the notice and its supplemental notice convening the Annual General Meeting dated 31 July 2025 and 20 August 2025 respectively issued by the Company.
 - This Revised 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 any duly authorized officer.
 - In the case of joint registered holders of any share, any one of such persons may vote at the Annual General 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 is present at the Annual General Meeting personally or by proxy, the person whose name stands first on the register of members in respect of the relevant share will alone be entitled to vote in respect thereof.
 - To be valid, this Revised Proxy Form, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney or other authority, must be deposited at the office of the Company’s branch Share Registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for the holding of the Annual General Meeting or any adjourned meeting (as the case may be).
 - The proxy need not also be a member of the Company but must attend the Annual General Meeting in person to represent you.
 - A shareholder who has not yet lodged the original proxy form enclosed with the circular of the Company dated 31 July 2025 (the “**Original Proxy Form**”) with the Company’s branch share registrar is requested to lodge this Revised Proxy Form if he/she wishes to appoint proxies to attend and vote at the Annual General Meeting on his/her behalf. In this case, the Original Proxy Form should not be lodged with the Company’s branch share registrar.
 - A shareholder who has already lodged the Original Proxy Form with the Company’s branch share registrar should note that:
 - If no Revised Proxy Form is lodged with the Company’s branch share registrar, the Original Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by him/her. The proxy so appointed by the Shareholder will be entitled to cast the vote at his/her discretion or to abstain from voting on any proposed resolutions properly put to the Annual General Meeting (including the additional resolution as set out in the supplemental circular dated 20 August 2025) except for the resolution(s) to which the Shareholder has indicated his/her voting direction in the Original Proxy Form.
 - If the Revised Proxy Form is lodged with the Company’s branch share registrar not less than 48 hours before the time appointed for the holding of the Annual General Meeting or any adjourned meeting, the Revised Proxy Form, if correctly completed, will revoke and supersede the Original Proxy Form previously lodged by him/her. The Revised Proxy Form will be treated as a valid proxy form lodged by the Shareholder.
 - If the Revised Proxy Form is lodged with the Company’s branch share registrar less than 48 hours before the time appointed for the holding of Annual General Meeting or any adjourned meeting, or if lodged not less than 48 hours before the time appointed for the holding of Annual General Meeting or any adjourned meeting but is incorrectly completed, the proxy appointment under the Revised Proxy Form will be invalid. The proxy so appointed by the Shareholder under the Original Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no Revised Proxy Form was lodged with the Company’s branch share registrar. Accordingly, Shareholders are advised to complete the Revised Proxy Form carefully and lodge the Revised Proxy Form with the Company’s branch share registrar by not less than 48 hours before the time appointed for the holding of Annual General Meeting or any adjourned meeting.
 - Completion and return of this Revised Proxy Form will not preclude you from attending and voting in person at the Annual General Meeting if you so wish and in such event, the Revised Proxy Form shall be deemed to be revoked.
 - ANY ALTERATION MADE TO THIS REVISED PROXY FORM MUST BE DULY INITIALED BY THE PERSON WHO SIGNS IT.**
- #### PERSONAL INFORMATION COLLECTION STATEMENT
- “Personal Data” in this statement has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (the “**PDPO**”).
 - Your supply of Personal Data to the Company is on a voluntary basis. If you fail to provide sufficient information, the Company may not be able to process your appointment of proxy and instructions.
 - Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, the share registrar and transfer office, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for verification and record purposes.
 - You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing and sent to the Company’s branch Share Registrar, Tricor Investor Services Limited by post.