

Cocoon Holdings Limited

中國天弓控股有限公司

(Incorporated in the Cayman Islands with limited liability and continued in Bermuda with limited liability)

(Stock Code: 428)

Proxy Form for use at the Annual General Meeting on 17th June 2022

I/We (note 1) _____
of _____
being the registered holder(s) of _____ shares (note 2) of
HK\$0.10 each in the share capital of **Cocoon Holdings Limited** (the “Company”) **HEREBY APPOINT THE CHAIRMAN OF THE MEETING** or
(note 3) _____
of _____
as my/our proxy to attend the annual general meeting of the Company to be held at Portion 2, 12th Floor, The Center, 99 Queen’s Road Central, Hong
Kong on Friday, the 17th day of June 2022 at 11:00 a.m. (the “Meeting”) and to vote for me/us and in my/our name(s) as indicated below (note 4).

Ordinary Resolutions		For (note 4)	Against (note 4)
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and the report of the directors and independent auditor’s report for the year ended 31st December, 2021.		
2.	(a) To re-elect Ms. Chan Carman Wing Yan as an executive director of the Company.		
	(b) To re-elect Mr. Wong Chung Yan Sammy as a non-executive director of the Company.		
	(c) To re-elect Mr. William Keith Jacobsen as a non-executive director of the Company.		
	(d) To authorise the board of directors of the Company to fix the remuneration of all the directors of the Company for the year ending 31st December, 2022.		
3.	To re-appoint McMillan Woods (Hong Kong) CPA Limited as the independent auditor of the Company and to authorise the board of directors of the Company to fix the remuneration of the independent auditor of the Company.		
4.	To grant a general mandate to the directors of the Company to repurchase shares of the Company (ordinary resolution in item 4 of the notice of the Meeting).		
5.	To grant a general mandate to the directors of the Company to allot and issue new shares of the Company (ordinary resolution in item 5 of the notice of the Meeting).		
6.	To extend the general mandate granted to the directors of the Company to issue new shares of the Company (ordinary resolution in item 6 of the notice of the Meeting).		
7.	To adopt the share option scheme (ordinary resolution in item 7 of the notice of the Meeting).		
Special Resolution		For (note 4)	Against (note 4)
8.	To approve the proposed amendments to the existing bye-laws of the Company and to adopt the new set of bye-laws of the Company (special resolution in item 8 of the notice of the Meeting).		

* The full text of the resolutions is set out in the notice of the Meeting, which is included in the circular of the Company dated 20th May 2022.

Dated the _____ day of _____ 2022

Shareholder’s Signature (note 5) _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of HK\$0.10 each registered in your name(s). If no number is inserted, the proxy form will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out “**THE CHAIRMAN OF THE MEETING** or” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED “FOR” BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED “AGAINST” BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete any or all boxes will entitle your proxy to cast his votes on the relevant resolutions 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 proxy form must be signed by you or your attorney duly authorized 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.
- Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such share as if he was solely entitled thereto; but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
- To be valid, the proxy form, together with any power of attorney or other authority (if any) under which it is signed or notarially certified copy thereof, must be deposited with the Branch Share Registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not less than 48 hours before the time for holding the Meeting or any adjournment thereof.
- Any member of the Company entitled to attend and vote at the Meeting shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more shares may appoint more than one proxy to attend on the same occasion. A proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and deposit of this proxy form will not preclude you from attending and voting at the Meeting should you so wish.

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 (“PDPO”).
- Your Personal Data is supplied to the Company on a voluntary basis. Failure to provide sufficient information may render the Company not able to process your instructions and/or request as stated in this proxy form.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, the Branch Share Registrar in Hong Kong, 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 Personal Data Privacy Officer of the Branch Share Registrar in Hong Kong (address set out in note 7 above).