



# DACHAN FOOD (ASIA) LIMITED

大成食品(亞洲)有限公司

(the "Company")

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3999)

## PROXY FORM for the Annual General Meeting of 26 June 2015

I/We <sup>(1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(2)</sup> \_\_\_\_\_ shares of HK\$0.10 each in the  
capital of the Company hereby appoint the chairman of the annual general meeting of the Company ("Annual General Meeting"), or <sup>(3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting to be held at Xiamen Suites I-II, 3/F., Prince Hotel,  
Harbour City, Kowloon, Hong Kong on 26 June 2015, Friday, at 2:00 p.m. (and at any adjournment thereof) in respect of the following resolutions as  
indicated below:

|     | ORDINARY RESOLUTIONS   | FOR <sup>(4)</sup> | AGAINST <sup>(4)</sup> |
|-----|--|--------------------|------------------------|
| 1.  | to adopt the audited consolidated financial statements and the reports of the directors (the "Directors") and independent auditors (the "Auditors") of the Company for the year ended 31 December 2014                           |                    |                        |
| 2.  | to re-appoint Messrs. KPMG as the Auditors to hold office until the conclusion of the next annual general meeting of the Company and to authorise the board of Directors to fix their remuneration                               |                    |                        |
| 3.  | to elect Mr. Wei Anning as an independent non-executive Director to hold office until the conclusion of annual general meeting of the Company of 2018  |                    |                        |
| 4.  | (a) to re-elect Mr. Han Jia-Hwan as an executive Director  |                    |                        |
|     | (b) to re-elect Mr. Han Chia-Yin as an executive Director  |                    |                        |
|     | (c) to re-elect Mr. Chen Chih as an independent non-executive Director to hold office until the conclusion of annual general meeting of the Company of 2018  |                    |                        |
| 5.  | to authorise the board of Directors to fix the Directors' remuneration   |                    |                        |
| 6.  | to grant the general mandate to the Directors to issue or otherwise deal with unissued shares of the Company (the "General Mandate") as set out in item 6 of the notice of Annual General Meeting dated 23 April 2015 ("Notice") |                    |                        |
| 7.  | to grant the repurchase mandate to the Directors to repurchase shares of the Company (the "Repurchase Mandate") as set out in item 7 of the Notice   |                    |                        |
| 8.  | to approve the addition to the General Mandate of the number of Shares repurchased by the Company under the Repurchase Mandate as set out in item 8 of the Notice  |                    |                        |
| 9.  | to adopt the Amended Advance Procedure as set out in item 9 of the Notice  |                    |                        |
| 10. | to adopt the Amended Endorsement Procedure as set out in item 10 of the Notice   |                    |                        |

Date: \_\_\_\_\_ Signature <sup>(5)(6)(7)(8)</sup> \_\_\_\_\_

### Notes:

1. Full name(s) and address(es) to be inserted in block capitals.
2. Please insert the number of shares 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).
3. If you wish to appoint a proxy other than the Chairman of the Meeting, please strike out "the Chairman of the Meeting" and insert the name and address of the person you wish to appoint in the space provided. You may appoint more than one proxy to attend the Annual General Meeting and on a poll, to vote in your stead. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.** A proxy needs not be a member of the Company.
4. **IMPORTANT:** If you wish to vote for any resolution, please indicate with a "✓" in the appropriate space marked "For" beside the resolution. If you wish to vote against any resolution, please indicate with a "✓" in the appropriate space marked "Against" beside the resolution. In the absence of any such indication, the proxy will vote for or against the resolution or will abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Annual General Meeting other than those referred to in the Notice convening the Annual General Meeting.
5. In the case of joint shareholders, the vote of the member whose names stands first in the register of members, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of other joint holder(s).
6. The form of proxy must be signed by you or your attorney duly authorised in writing. In the case of a corporation, this form must be executed under seal or under the hand of an officer or attorney duly authorised.
7. 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 or authority must be deposited at the Company's branch share registrar in Hong Kong at Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for the Annual General Meeting or any adjournment of such meeting.
8. Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.