



High Fashion International limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 608)

SECOND FORM OF PROXY FOR ANNUAL GENERAL MEETING

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ shares in the capital of **High Fashion International Limited**
(the "Company"), hereby appoint the Chairman of the meeting or ^(Note 3) _____ (Name)
of _____ (Address)
to act as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company to be held at 11/F, High Fashion Centre, 1-11 Kwai Hei Street, Kwai Chung, New Territories, Hong Kong on Tuesday, 14 June 2022 at 11:00 a.m. and at any adjournment thereof (the "Meeting"), and to vote on my/our behalf as indicated below in respect of the resolutions to be proposed at the Meeting.

	Ordinary Resolutions	For ^(Note 4)	Against ^(Note 4)
1.	To adopt the audited financial statements together with the reports of the directors and independent auditor for the year ended 31 December 2021		
2.	To declare the final dividend		
3.	(a) To re-elect Mr. Lam Din Yu, Well as an executive director of the Company		
	(b) To authorise directors of the Company (the "Directors") to appoint any person as a Director either to fill a casual vacancy on the board of directors (the "Board of Directors") or as an addition to the existing Board of Directors		
	(c) To authorize the Board of Directors to fix the Directors' fees		
4.	To re-appoint Messrs. Deloitte Touche Tohmatsu as auditor of the Company to hold office until the conclusion of next annual general meeting and to authorise the Board of Directors to fix their remuneration		
5.	A. To pass ordinary resolution on No. 5A set out in the notice of Meeting (the "Notice") (To grant general mandate to the Board of Directors to repurchase own shares of the Company) *		
	B. To pass ordinary resolution on No. 5B set out in the Notice (To grant general mandate to the Board of Directors to issue shares of the Company) *		
	C. To pass ordinary resolution on No. 5C set out in the Notice (To extend the general mandate granted to the Board of Directors to issue additional shares of the Company) *		
6.	To adopt the New Share Option Scheme of the Company*		
Special Resolution			
7.	To approve the amendment to the Bye-Laws of the Company*		
Ordinary Resolution			
8.	To re-elect Mr. Leung Hok Lim as an independent non-executive director of the Company		

* The full text of the Resolutions is set out in the Notice, which is included in the circular despatched to shareholders.

Signed this _____ day of _____ 2022 Member's Signature(s) ^(5.66): _____

Notes:

- Full name(s) and address(es) of the member(s) completing this form to be inserted in **BLOCK CAPITALS** in the space provided.
- Please insert the number of shares registered in your name(s). If no number is inserted, this second form of proxy 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 Meeting is preferred, please insert in **BLOCK CAPITALS** full name and address of the proxy desired and strike out "the Chairman of the meeting or". A member entitled to attend and vote at the Meeting may appoint a proxy to attend and vote in his stead. A proxy need not be a member of the Company but must attend the meeting in person to represent you. If more than one proxy is so appointed, the appointment shall specify the number of shares of the Company in respect of which each such proxy is so appointed.
- Important: If you wish your proxy to vote for a particular resolution, place a "✓" in the appropriate box under "For". If you wish your proxy to vote against a particular resolution, place a "✓" in the appropriate box under "Against". If this proxy form is returned to the Company without properly indicating how the proxy shall vote on any particular matter, the proxy shall be entitled to exercise his/her discretion as to whether he/she votes in respect of the relevant matter and if so how.**
- This second form of proxy must be signed by you, or your attorney duly authorised in writing, or in the case of a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- To be valid, this second form of proxy must be completed and deposited at the Company's Hong Kong branch share registrar and transfer office, Tricor Secretaries Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong (the "Branch Share Registrar"), together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power or authority, not less than 48 hours before the time appointed for holding the Meeting (i.e. not later than 11:00a.m. on Sunday, 12 June 2022, Hong Kong time) or any adjournment thereof.
- In the case of joint holders, the vote of the senior who tenders a vote whether in person or by proxy will be accepted to the exclusion of all other joint holders and for this purpose, seniority will be determined by the order in which the names stand in the register of members in respect of the joint holding.
- Any alteration made to this second form of proxy must be initialled by the person who sign it.**
- Completion and return of the second form of proxy will not preclude you from attending and voting in person at the Meeting. In the event that you attend the Meeting after having lodged this second form of proxy with the Company, this second form of proxy will be deemed to have been revoked.
- Shareholders who wish to appoint proxies to attend the Meeting or any adjournment thereof on his/her behalf and have not yet deposited the form of proxy enclosed with the circular and the notice of the annual general meeting of the Company dated 29 April 2022 (the "First Form of Proxy") at the Branch Share Registrar, should complete and deposit the Second Form of Proxy and the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney at the Branch Share Registrar not less than 48 hours before the time appointed for holding the meeting (i.e. not later than 11:00 a.m. on Sunday, 12 June 2022, Hong Kong time). In this case, the First Form of Proxy should not be deposited at the Branch Share Registrar.
- Shareholders who have already deposited the First Form of Proxy and the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney at the Branch Share Registrar should note that:
 - If no Second Form of Proxy and the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney is deposited at the Branch Share Registrar, the First Form of Proxy will be treated as a valid form of proxy deposited by the shareholder if duly completed. The proxy appointed under the First Form of Proxy will be entitled to vote in accordance with the instructions previously given by the shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the Meeting, including the additional proposed resolution set out in the supplementary notice of the annual general meeting of the Company dated 31 May 2022 (the "Supplementary Notice").
 - If the Second Form of Proxy and the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney is deposited at the Branch Share Registrar not less than 48 hours before the time appointed for holding the Meeting (i.e. not later than 11:00 a.m. on Sunday, 12 June 2022, Hong Kong time), the Second Form of Proxy, whether duly completed or not, will revoke and supersede the First Form of Proxy previously deposited by the shareholder. The Second Form of Proxy will be treated as a valid form of proxy deposited by the shareholder if duly completed.
 - If the Second Form of Proxy is and the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney deposited at the Branch Share Registrar less than 48 hours before the time appointed for holding the Meeting (i.e. later than 11:00 a.m. on Sunday, 12 June 2022, Hong Kong time), the Second Form of Proxy will not be treated as a valid form of proxy and will not revoke the First Form of Proxy previously deposited by the shareholder. The First Form of Proxy will be treated as a valid proxy form if duly completed. The proxy appointed under the First Form of Proxy will be entitled to vote in accordance with the instructions previously given by the shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the Meeting, including the additional proposed resolution set out in the Supplementary Notice.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Meeting (the "Purposes"). We may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorized by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company at the above address.