



英皇文化產業集團有限公司
Emperor Culture Group Limited

(Incorporated in Bermuda with limited liability)
(Stock Code: 491)

FORM OF PROXY
ANNUAL GENERAL MEETING – 4 DECEMBER 2023 (MONDAY)

Number of shares to which this form of proxy relates ^(Note 1)	
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I/We ^(Note 2) _____
of _____
being the registered holder(s) in the capital of Emperor Culture Group Limited (the “Company”), HEREBY APPOINT the Chairperson of the annual general meeting (“AGM”) or ^(Note 3) _____
of _____
as my/our proxy to attend, speak and vote for me/us at the AGM to be held at 28th Floor, Emperor Group Centre, 288 Hennessy Road, Wanchai, Hong Kong on Monday, 4 December 2023 at 10:30 a.m. and at any adjournment thereof in respect of the resolutions as set out in the notice of the AGM as indicated below and on any other business that may properly come before the AGM.

Please put a “✓” in the appropriate boxes below to indicate how you wish your vote(s) to be cast on a poll:

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 independent auditors for the year ended 30 June 2023		
2.	(A) To re-elect Ms. Fan Man Seung, Vanessa as Director		
	(B) To re-elect Mr. Yeung Ching Loong, Alexander as Director		
3.	To authorise the board of directors (“Board” or “Directors”) to fix the Directors’ remuneration		
4.	To re-appoint Ernst & Young as Independent Auditor and authorise the Board to fix its remuneration		
5. ^(Note 5)	(A) To grant a general mandate to the Directors to issue new shares		
	(B) To grant a general mandate to the Directors to buy back shares		
	(C) To extend the general mandate granted to the Directors to issue additional shares by the amount of the shares bought back by the Company		

Dated this _____ day of _____ 2023 Signed ^(Note 6): _____

Notes:

- 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).
- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the name and address of the proxy. If no name is inserted, the Chairperson of the AGM will act as your proxy. A shareholder may appoint one or more proxies to attend the meeting and vote for him. The proxy need not be a member of the Company but must attend the AGM in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE APPROPRIATE BOX MARKED “AGAINST”.** If you do not indicate how you wish your proxy to vote, your proxy will be entitled to vote at his discretion or to abstain on any resolution properly put to the AGM other than those referred to in the notice of AGM.
- The full text of resolution 5 is set out in the notice of AGM dated 20 October 2023.
- 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 holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority will be determined by the order in which the names stand in the register of members.
- To be valid, this form of proxy, together with any power of attorney or other authority (if any) which it is signed or a certified copy thereof, must be deposited at the Company’s Hong Kong Branch Share Registrar, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding AGM or any adjournment thereof.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof if you so wish. In such event, this form of proxy will be deemed to have been revoked.

PERSONAL INFORMATION COLLECTION STATEMENT

- “Personal Data” in these statements has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”).
- Your supply of Personal Data to the Company is on a voluntary basis. The Company may not be able to process your appointment of proxy and instructions if you fail to provide sufficient information.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its share registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for our 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 to the Privacy Compliance Officer of the Company’s Hong Kong Branch Share Registrar, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.