



(Incorporated in Bermuda with limited liability)

(Stock Code: 718)

**Form of Proxy for use at the Special General Meeting (“Meeting”) to be held on
Friday, 28 June 2024 at 12:00 p.m.**

I/We ^(Note 1) _____
of _____
being the registered holder(s) of _____
share(s) ^(Note 2) of HK\$0.05 each in the share capital of the above-named company (“Company”) HEREBY APPOINT THE
CHAIRMAN OF THE MEETING ^(Note 3) or _____
of _____
as my/our proxy to attend the Meeting (or at any adjournment thereof) (as the case may be) of the Company to be held at
22/F, Euro Trade Centre, 13–14 Connaught Road Central, Central, Hong Kong on Friday, 28 June 2024 at 12:00 p.m. for the
purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the said Meeting and at
such Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as
indicated below ^(Note 4).

Terms defined in the circular of the Company dated 11 June 2024 shall have the same meanings when used in this proxy form,
unless the context otherwise requires.

	ORDINARY RESOLUTION	FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To approve, confirm and ratify the SPA and transactions contemplated thereunder (including, among other things, the Disposal and the Converted Loan); and to authorise the Directors to do all such acts and things and to sign and execute all such documents, instruments and agreements for and on behalf of the Company as they may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the matters contemplated in this resolution.		

Dated this _____ day of _____ 2024 Signature(s) ^(Note 6): _____

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 registered in your name(s).
3. If any proxy other than the chairman of the meeting is preferred, strike out the words “**THE CHAIRMAN OF THE MEETING or**” and insert the name and address of the proxy desired in the space provided. A member of the Company who is the holder of two or more shares may appoint more than one proxy to attend and vote on his/her behalf at the Meeting provided that if more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **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 wish to vote only part of the number of Shares in respect of which the proxy is so appointed, please state the exact number of shares in lieu of tick in the relevant box. If the form returned is duly signed but without specific direction on the proposed resolution, your proxy will be entitled to vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice of the Meeting.
5. The full text of the resolution is set out in the notice of the Meeting.
6. 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 executed under its common seal or under the hand of an officer or attorney or other person duly authorised.
7. Every member of the Company present in person or by proxy or, being a corporation, is present by its duly authorised representative, shall have one vote on a show of hands and on a poll, one vote for every fully paid Share of which he/she is the holder.
8. In the case of joint holders of a Share, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of votes of the other joint holder(s). For this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
9. To be effective this form of proxy and 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 lodged with the Company’s branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as practicable but in any event by 12:00 p.m. on Wednesday, 26 June 2024 or not later than 48 hours before the time fixed for holding the Meeting or any adjournment thereof (as the case may be).
10. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
11. Completion and delivery of the form of proxy will not preclude you from attending and voting at the Meeting if you so wish. In such event, this form of proxy shall be deemed to be revoked.
12. All votes at the Meeting will be taken by way of poll.