



財華社
FINET

FINET GROUP LIMITED

財華社集團有限公司

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

(Stock Code: 8317)

FORM OF PROXY FOR USE

**AT THE SPECIAL GENERAL MEETING TO BE HELD AT
30/F, FORTIS TOWER, 77-79 GLOUCESTER ROAD, WANCHAI,
HONG KONG ON THURSDAY, 24 AUGUST 2017 AT 11:00 A.M.
(OR ANY ADJOURNMENT THEREOF) (“MEETING”)**

I/We ^(note 1) _____
of _____
being the registered holder(s) of ^(note 2) _____
ordinary shares of HK\$0.01 each (“Shares”) in the share capital of Finet Group Limited (“Company”) HEREBY APPOINT ^(note 3)
THE CHAIRMAN OF THE MEETING, or _____
of _____
as my/our proxy to attend and to act for me/us at the Meeting for the purpose of considering and, if thought fit, passing the resolution set out in the notice convening the Meeting and at Meeting to vote for me/us and in my/our name(s) in respect of the resolution set out in the notice convening the Meeting as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit, and in respect of any other business that may be properly come before the Meeting.

Please tick (“√”) the appropriate box to indicate how you wish your vote in respect of the resolution to be cast ^(note 4).

	Ordinary Resolution	For ^(note 4)	Against ^(note 4)
1	To approve the entering into and the terms and conditions of the New Provisional Agreement A dated 11 May 2017 and the Supplemental Agreement A dated 13 July 2017 between the Purchaser and the Vendor (a copy of which is marked “A” and initialed by the chairman of the meeting for the purpose of identification) and the transaction contemplated thereunder.		

Dated this _____ day of _____ 2017

Signature: _____ ^(note 5)

Notes:

- Full name(s) and address(es) must be inserted in BLOCK CAPITALS. The names of all joint registered holders should be stated.
- Please insert the number of Shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all Shares registered in your name(s).
- If any proxy other than the chairman of the Meeting 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 INITIALED BY THE PERSON WHO SIGNS IT.
- IMPORTANT: If you wish to vote for a resolution, place a tick in the corresponding box under the column marked “FOR”. If you wish to vote against a resolution, place a tick in the corresponding box under the column marked “AGAINST”. If no direction is given, your proxy may vote or abstain as he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting.
- 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 the seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
- This form of proxy and the power of attorney or other authority, if any, under which it is signed or a certified copy of such power of attorney or authority must be deposited at the Hong Kong branch share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the Meeting, and in default the form of proxy shall not be treated as valid.
- Where there are joint holders of any share any one of such joint holder may vote, either in person or by proxy, in respect of such share as if he/she/it were solely entitled thereto, but if more than one of such joint holders be present at any meeting the vote of the senior who tenders a vote whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and 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. Several executors or administrators of a deceased shareholder in whose name any share stands shall be deemed joint holders thereof.
- The completion and return of the form of proxy shall not preclude you from attending and voting in person at the Meeting should you so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- Any shareholder of the Company entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him/her/it. A shareholder who is the holder of two or more shares may appoint more than one proxy to represent him/her/it and vote on his/her/its behalf at a general meeting of the Company or at a class meeting. A proxy need not be a shareholder.