



中國泛海國際金融有限公司

CHINA OCEANWIDE INTERNATIONAL FINANCIAL LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 952)

FORM OF PROXY FOR THE SPECIAL GENERAL MEETING (“SGM”) TO BE HELD ON TUESDAY, 27 MARCH 2018 AT 4:00 P.M. (OR ANY ADJOURNMENT THEREOF)

I/We ^(Note 1), _____
of, _____
being the registered holder(s) of ^(Note 2) _____
ordinary shares of Hong Kong one third of one cent each in the capital of China Oceanwide International Financial Limited (the “Company”), HEREBY APPOINT ^(Note 3) the Chairman of the SGM or _____
of _____
as my/our proxy/proxies to attend and to vote for me/us at the SGM (or at any adjournment thereof) to be held at Small Connaught Room, 1/F, Mandarin Oriental, Hong Kong, 5 Connaught Road Central, Hong Kong on Tuesday, 27 March 2018 at 4:00 p.m. and in particular (but without limitation) at the SGM (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolution as hereunder indicated or, if no such indication is given, as my/our proxy/proxies thinks fit.

Special Resolution	For ^(Note 4)	Against ^(Note 4)
To approve the Change of Company Name ^(Note 9) .		

Signature(s) ^(Note 5) _____ Dated this _____ day of _____ 2018

Notes:

1. Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
2. Please insert the number of shares of the Company to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
3. If any proxy other than the Chairman of the SGM is preferred, strike out the words “the Chairman of the SGM or” herein stated and insert the name and address of the proxy desired in the space provided in **BLOCK CAPITALS**. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT**. If no name is inserted in the space for the name of your proxy, the Chairman of the SGM will act as your proxy.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK IN THE BOX MARKED “FOR” THE RELEVANT RESOLUTION. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE BOX MARKED “AGAINST” THE RELEVANT RESOLUTION. Failure to tick either box will entitle your proxy to cast your 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 convening the SGM.**
5. 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 or other person duly authorised to sign the same. In the case of this form of proxy purporting to be signed on behalf of a corporation by an officer thereof, it shall be assumed, unless the contrary appears, that such officer was duly authorised to sign the form of proxy on behalf of the corporation without further evidence of the fact.
6. 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 certified copy of such power or authority, must be deposited at the office of the branch share registrar of the Company in Hong Kong, Tricor Tengis Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof. Completion and return of the form of proxy shall not preclude a member of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
7. In the case of joint holders, any one of such joint holders may attend and vote at the SGM either personally or by proxy, but if more than one of such joint holders are present at the above meeting, the vote, whether personally or by proxy, of the said persons so present whose name stands first by the order stand in the register of members in respect of the joint holding shall be accepted to the exclusion of the votes of the other joint holders.
8. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint one or, if he is the holder of two or more shares, more than one proxy to attend and, subject to the provisions of the Bye-laws of the Company, vote in his stead. A proxy need not be a member of the Company but must be present in person to represent the member.
9. Please refer to the notice of the SGM dated 2 March 2018 for the full text of the resolutions.

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 SGM of the Company (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 and to such parties who are authorised 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. You/your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to Tricor Tengis Limited at the above address.