



# ORIENT VICTORY TRAVEL GROUP COMPANY LIMITED

## 東勝旅遊集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 265)

### Proxy Form for use at the Extraordinary General Meeting to be held on Friday, 31 January 2020 or any adjournment thereof

I/We<sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>(Note 2)</sup> \_\_\_\_\_  
share(s) of HK\$0.005 each in the share capital of Orient Victory Travel Group Company Limited (the “Company”) hereby  
appoint the Chairman of the Meeting or<sup>(Note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and vote for me/us and on my/our behalf at the Extraordinary General Meeting of the Company to be held  
at 1804A, 18/F., Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong on Friday, 31 January 2020 at 11:00 a.m. or  
any adjournment thereof, on the undermentioned resolution as indicated, and, if no such indication is given, as my/our proxy thinks fit:

Ordinary Resolutions <sup>(Note 4)</sup>		For <sup>(Note 5)</sup>	Against <sup>(Note 5)</sup>
1.	To approve, confirm and ratify the event planning framework agreement dated 28 November 2019 (the “Event Planning Framework Agreement”) entered into between the Company and Orient Victory Property Development Group Co., Ltd.* (東勝房地產開發集團有限公司) (“OVPD”), pursuant to which, OVPD agrees to appoint the Company or its subsidiaries as its exclusive agent who shall provide event planning and all-round event production services to OVPD or its subsidiaries in connection with real estate development in the People’s Republic of China from the date of the Event Planning Framework Agreement to 30 September 2022 and the transactions contemplated thereunder.		
2.	To approve the proposed annual caps of RMB9.48 million (equivalent to approximately HK\$10.56 million), RMB35.82 million (equivalent to approximately HK\$39.89 million), RMB26.05 (equivalent to approximately HK\$29.01 million) and RMB17.11 million (equivalent to approximately HK\$19.06 million) for the period from 28 November 2018 to 31 December 2019, the two years ending 31 December 2020 and 2021 and the period from 1 January 2022 to 30 September 2022, respectively, in respect of the transactions contemplated under the Event Planning Framework Agreement.		
3.	To authorise any one director of the Company to do all such acts and things and sign all such documents (under seal, if necessary) and to take all such steps as he/ she consider, necessary or expedient or desirable in connection with or to give effect to the Event Planning Framework Agreement and to implement the transactions contemplated thereunder and to agree to such variation, amendment or waiver as are, in the opinion of the directors of the Company, in the interests of the Company.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2020 Signed<sup>(Note 6)</sup>: \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The name of all joint holders should be stated.
- Please insert the number of shares registered in your name(s). If no number is inserted, this form will be deemed to relate to all the shares in the Company 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 must be initialled by the person who signs it.
- The full texts of the ordinary resolution appear in the Notice contained in the circular to the shareholders of the Company dated 10 January 2020.
- IMPORTANT:** If you wish to vote for the resolution, tick the appropriate box marked “FOR”. If you wish to vote against the resolution, tick the appropriate box marked “AGAINST”. Failure to complete the box will entitle your proxy to cast his votes at his discretion.
- This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be executed either under its common seal or under the hand of an officer or attorney or other person duly authorised.
- In the case of joint shareholdings, any one of such persons may vote, either personally or by proxy in respect of such share, provided that if more than one of such joint holders be present at the meeting or any adjournment thereof, personally or by proxy, the more senior shall alone be entitled to vote and for this purpose, seniority shall be determined by reference to the order in which the names of the joint holders stand on the register of members in respect of the joint holding.
- In order to be valid, this proxy form together with power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney or authority, must be deposited with the Company’s share registrar and transfer office in Hong Kong, Union Registrars Limited at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong, for registration not less than 48 hours before the time fixed for holding the meeting or any adjournment thereof.
- The proxy need not be a member of the Company but must attend the meeting or any adjournment thereof, in person to represent you.
- Completion and return of this form will not preclude you from attending and voting in person at the meeting or any adjournment thereof, if you wish to do so. In that event, this proxy form will be deemed to have been revoked.

#### PERSONAL INFORMATION COLLECTION STATEMENT

- “Personal Data” in this statement has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”).
- Your Personal Data is supplied to the Company on a voluntary basis. Failure to provide sufficient information may render the Company not able to process your instructions and/or request as stated in this form of proxy.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its Branch Share Registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for 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 and sent to the Personal Data Privacy Officer of the Company’s Branch Share Registrar.

\* For identification purpose only