



ICO GROUP LIMITED

揚科集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8140)

Form of proxy for use at the extraordinary general meeting (the “Meeting”) (or at any adjournment thereof)

I/We¹ _____
of _____
being the registered holder(s) of² _____ ordinary shares (the “Shares”)
of HK\$0.01 each in the share capital of ICO Group Limited (the “Company”) hereby appoint the Chairman (the
“Chairman”) of the Meeting or³ _____
of _____
as my/our proxy to vote and act for me/us at the Meeting to be held at 1804, 18/F., Tower 1, Admiralty Centre, 18
Harcourt Road, Admiralty, Hong Kong on Friday, 2 October 2015 at 11:00 a.m. and at any adjournment thereof for the
purpose of considering and, if thought fit, passing the resolution as set out in the Notice dated 14 September 2015
convening the Meeting (the “Notice”) to vote on my/our behalf in respect of the resolution as indicated below, or if no
indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION	FOR ⁴	AGAINST ⁴
To approve the share subdivision of every (1) existing issued and unissued Share of par value of HK\$0.01 each in the share capital of the Company into four (4) ordinary shares of HK\$0.0025 each, and to authorize any director of the Company to do all things necessary for implementation of the aforesaid.		

The full text of the above resolution is set out in the Notice.

Dated this _____ day of _____ 2015 Signed^{5, 6} _____

Notes:

1. Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**. The name of all joint holders should be stated.
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 in the capital of the Company 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. 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, PUT A TICK IN THE BOXES MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PUT A TICK IN THE BOXES MARKED “AGAINST”.** If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his/her discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his/her discretion. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
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 executed under its common seal or under the hand of an officer or attorney duly authorized.
6. In the case of joint holders of a share, this form of proxy may be signed by any joint holder, 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 holder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members.
7. To be valid, this form of proxy, together with any power of attorney (if any) or other authority (if any) under which it is signed or a certified copy thereof, must be deposited at the Company’s Branch Registrar in Hong Kong, Union Registrars Limited at A18/F., Asia Orient Tower, Town Place, 33 Lockart Road, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjourned meeting.
8. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
9. Completion and delivery of the form of proxy will not preclude you from attending and voting at the Meeting if you so wish and in such event, the instrument appointing the proxy shall be deemed to be revoked.

* For identification purpose only