



KVB Kunlun

KVB KUNLUN FINANCIAL GROUP LIMITED

昆侖國際金融集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8077)

**FORM OF PROXY
FOR THE ANNUAL GENERAL MEETING
TO BE HELD ON THURSDAY, 12 MAY 2016 AT 10:30 A.M.**

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 KVB Kunlun Financial Group Limited (“Company”) **HEREBY APPOINT**^(note 3) the chairman of the annual general meeting, or _____
of _____
as my/our proxy to attend and to act for me/us at the annual general meeting (“Meeting”) (and at any adjournment thereof) of the Company to be held on Thursday, 12 May 2016 at 10:30 a.m. at Hennessy Room, Level 7, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong for the purpose of considering and, if thought fit, passing the resolutions set out in the notice convening the said meeting and at such meeting (or at any adjournment thereof) to vote on my/us and in my/our name(s) in respect of the resolutions 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 receive and adopt the audited financial statements and the reports of the directors (“Directors”) and auditors for the year ended 31 December 2015		
2.	To re-elect Mr. Li Zhi Da as a Director		
3.	To re-elect Ms. Zhao Guixin as a Director		
4.	To re-elect Mr. Cornelis Jacobus Keyser as a Director		
5.	To authorise the board of Directors to fix the remuneration of the Directors		
6.	To re-appoint PricewaterhouseCoopers as the auditors of the Company and to authorise the board of Directors to fix their remuneration		
7.	To grant a general mandate to the Directors to issue shares of the Company		
8.	To grant a general mandate to the Directors to repurchase shares of the Company		
9.	To extend the general mandate granted to the Directors to issue shares by the nominal amount of shares repurchased		

Dated this _____ day of _____ 2016 Shareholder’s signature: _____^(note 6)

Notes:

- Full name(s) and address(es) to be inserted in BLOCK CAPITALS. The names of all joint holders should be stated.
- Please insert the number of Shares registered in your name(s) 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 registered in your name(s).
- If any proxy other than the chairman is preferred, please strike out “the chairman of the annual general meeting, or” and insert the name and address of the proxy desired in the space provided. ANY ALTERATION MADE TO THIS FORM OR PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION SET OUT ABOVE, PLEASE TICK (“√”) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK (“√”) THE BOX MARKED “AGAINST”. Failure to tick either box will entitle your proxy to cast your vote or abstain at his discretion. Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the meeting other than that referred to in the notice convening the meeting.
- Any member of the Company entitled to attend and vote at the meeting of the Company is entitled to appoint another person as his proxy to attend and vote instead of him. A member of the Company who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the Meeting. A proxy need not be a member of the Company. In addition, a proxy or proxies representing either a member of the Company who is an individual or a member of the Company which is a corporation shall be entitled to exercise the same powers on behalf of the member of the Company which he or they represent as such member of the Company could exercise.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same. In the case of an instrument 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 such instrument of proxy on behalf of the corporation without further evidence of the facts.
- The instrument appointing a proxy and (if required by the board of directors of the Company) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to the Company’s Hong Kong branch share registrar, Union Registrars Limited, Union Registrars Limited at the following address: (with effect from 5 April 2016: Suites 3301-04, 33/F, Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong; on or before 4 April 2016: A18/F, Asia Orient Tower, Town Place, 33 Lockhart Road, Wanchai, Hong Kong) not less than forty-eight (48) hours before the time appointed for holding the Meeting or adjourned meeting.
- Delivery of an instrument appointing a proxy shall not preclude a member of the Company from attending and voting in person at the meeting convened and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- Where there are joint holders of any share any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at any meeting the vote of the senior holder 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 in respect of the joint holding.