

CELEBRATE INTERNATIONAL HOLDINGS LIMITED

譽滿國際(控股)有限公司

(In Receivership)

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8212)

**PROXY FORM FOR USE AT THE ANNUAL GENERAL MEETING
TO BE HELD AT 11:00 A.M. ON FRIDAY, 17 JANUARY 2020 AT FUNCTION V34, 1/F, CITY GARDEN
HOTEL, 9 CITY GARDEN ROAD, NORTH POINT, HONG KONG
(MTR FORTRESS HILL STATION, EXIT B)
AND ANY ADJOURNMENT THEREOF**

I/We⁽¹⁾ _____
of _____
being the registered holder(s) of _____
ordinary share(s)⁽²⁾ of HK\$0.0001 each in the capital of Celebrate International Holdings Limited (In Receivership) (the "Company"),
HEREBY APPOINT⁽³⁾ of _____
or failing him/her, the Chairman of the meeting, as my/our proxy to vote and act for me/us at the annual general meeting of the Company (the "AGM") (or any adjournment thereof), to be held at 11:00 a.m. on Friday, 17 January 2020, at Function V34, 1/F, City Garden Hotel, 9 City Garden Road, North Point, Hong Kong (MTR Fortress Hill Station, Exit B) for the purpose of considering and, if thought fit, passing the ordinary resolution set out in the notice dated 13 December 2019 convening the AGM (the "Notice") and at the AGM (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the ordinary resolution as indicated below⁽⁴⁾.

| ORDINARY RESOLUTIONS* | | FOR ⁽⁴⁾ | AGAINST ⁽⁴⁾ |
|-----------------------|---|--------------------|------------------------|
| 1. | To receive and approve the audited consolidated financial statements, the report of the directors and the independent auditor of the Company for the year ended 30 June 2019. | | |
| 2(A). | To re-elect Mr. Woo Eddie as an executive director of the Company. | | |
| 2(B). | To re-elect Mr. Au Wai June as an executive director of the Company. | | |
| 2(C). | To authorise the board of directors of the Company to fix the remuneration of the directors of the Company. | | |
| 3. | To re-appoint Elite Partners CPA Limited as auditor of the Company and to authorise the board of directors of the Company to fix their remuneration. | | |
| 4. | To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the aggregate number of shares of the Company in issue. | | |
| 5. | To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the aggregate number of shares of the Company in issue. | | |
| 6. | To extend the general mandate granted to the directors of the Company pursuant to ordinary resolution no. 4 to issue shares of the Company by the number of shares repurchased under ordinary resolution no. 5. | | |

* Please refer to the Notice for the full text of the proposed resolutions.

Signature(s)⁽⁵⁾ _____ Date _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out the words 'the Chairman of the meeting' 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 THE RESOLUTION, TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE APPROPRIATE BOX MARKED "AGAINST".** Failure to tick any box will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those referred to in the Notice convening the AGM.
- This form of proxy shall be in writing under the hand of the appointor or his attorney duly authorized in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorized to sign the same.
- Any shareholder entitled to attend and vote at the AGM shall be entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A shareholder who is the holder of two or more shares may appoint more than one proxy to represent him/her and vote on his/her behalf. A proxy need not to be a shareholder of the Company.
- In order 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 notarially certified copy thereof, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the AGM (or any adjournment thereof).
- Completion and delivery of this form of proxy shall not preclude a shareholder from attending and voting in person at the AGM and in such event, the instrument appoint a proxy shall be deemed to be revoked.
- Where there are joint holders of any shares, any one of such joint holder may vote, either in person or by proxy in respect of such shares as if he/she was solely entitled hereto; but if more than one of such joint holders be present at the AGM, 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.
- Any voting at the AGM shall be taken by poll.

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 meeting 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 for use in connection with the Purposes 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. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company/Tricor Tengis Limited at the above address.