



DORSETT

HOSPITALITY INTERNATIONAL

帝盛酒店集團

Dorsett Hospitality International Limited

帝盛酒店集團有限公司

(Incorporated in the Cayman Islands with limited liability)

Website: http://www.dorsett.com

(Stock Code: 2266)

IN THE GRAND COURT OF THE CAYMAN ISLANDS CAUSE NO. FSD 125 OF 2015 (IMJ)
IN THE MATTER OF DORSETT HOSPITALITY INTERNATIONAL LIMITED
IN THE MATTER OF SECTIONS 15 AND 86 OF THE COMPANIES LAW (2013 REVISION)
OF THE CAYMAN ISLANDS

AND IN THE MATTER OF THE GRAND COURT RULES, ORDER 102
FORM OF PROXY
FOR USE AT THE COURT MEETING CONVENED AT THE DIRECTION
OF THE GRAND COURT

TO BE HELD AT 2:30 P.M. ON TUESDAY, 29 SEPTEMBER 2015
(OR AT ANY ADJOURNMENT THEREOF)

For use at the Court Meeting (defined below) (or at any adjournment thereof) of the Scheme Shareholders (as defined in the Scheme (defined below)) holding shares of HK\$0.10 each in the issued share capital of Dorsett Hospitality International Limited (the "Company")

I/We (Note 1), _____
of _____
being the registered holder(s) of (Note 2) _____ shares of HK\$0.10 each in the issued share capital of the Company,
HEREBY APPOINT the chairman of the Court Meeting or (Note 3) _____

of _____
as my/our proxy to attend and act for me/us and on my/our behalf at the court meeting of the Scheme Shareholders convened at the direction of the Grand Court of the Cayman Islands (the "Court Meeting") (or at any adjournment thereof) to be held at Xinhua Room, Mezzanine Floor, Cosmopolitan Hotel, 387-397 Queen's Road East, Wan Chai, Hong Kong on Tuesday, 29 September 2015 at 2:30 p.m. (Hong Kong time) for the purpose of considering and, if thought fit, approving (with or without modification(s)) the scheme of arrangement dated 31 August 2015 as amended and dated 8 September 2015 (the "Scheme") between the Company and the holders of Scheme Shares (as defined in the Scheme) as referred to in the notice dated 8 September 2015 convening the Court Meeting (the "Notice"), and at such Court Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) for the Scheme (either with or without modification(s), as my/our proxy may approve) or against the Scheme as hereunder indicated, and if no such indication is given, as my/our proxy thinks fit.

Table with 2 columns: FOR the Scheme (Note 4) and AGAINST the Scheme (Note 4)

Dated this _____ day of _____ 2015 Signature(s) (Note 5): _____

Contact Phone Number: _____

Notes:

- 1. Full name(s) and address(es) to be inserted in BLOCK CAPITALS. The names of all joint holders should be stated.
2. Please insert the number of the Scheme Shares registered in your name(s) and to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all of such shares registered in your name(s).
3. If any proxy other than the chairman of the Court Meeting is preferred, please strike out the words "the chairman of the Court Meeting or" and insert the name and address of the proxy desired in the space provided. You are entitled to appoint another person (who must be an individual) as your proxy. You may appoint any number of proxies to attend in your stead at the Court Meeting. Your proxy need not be a member of the Company, but must attend the Court Meeting in person to represent you. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE COURT MEETING WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.
4. IMPORTANT: IF YOU WISH TO VOTE FOR THE SCHEME, PLEASE TICK ("✓") THE BOX MARKED "FOR the Scheme". IF YOU WISH TO VOTE AGAINST THE SCHEME, PLEASE TICK ("✓") THE BOX MARKED "AGAINST the Scheme". 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 from voting at his discretion on any resolution properly put to the Court Meeting other than that referred to in the Notice or abstain.
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 either be executed under its seal or under the hand of an officer, attorney or other person duly authorised.
6. In order to be valid, this form of proxy, together with any 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 in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the Court Meeting (or any adjournment thereof) at which the person named in this form of proxy proposes to vote. However, if this form of proxy is not so deposited, it may be handed to the chairman of the Court Meeting at the Court Meeting prior to the relevant vote, who shall have absolute discretion as to whether or not to accept it. Completion and delivery of this form of proxy will not preclude you from attending the Court Meeting and voting in person at the Court Meeting (or any adjournment thereof) if you so wish. In that event, this form of proxy will be deemed to have been revoked.
7. In the case of joint holders of a share, any one of such persons may vote at the Court Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto. However, if more than one of such joint holders be present at the Court Meeting personally or by proxy, that one of the said persons so present being the most or, as the case may be, the more senior who tenders a vote, whether in person or by proxy, shall alone be entitled to vote in respect of the relevant joint holding, and for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding, the first named shareholder being the senior.