



IMAGI INTERNATIONAL HOLDINGS LIMITED

意馬國際控股有限公司*

(incorporated in Bermuda with limited liability)

(stock code: 585)

FORM OF PROXY

SPECIAL GENERAL MEETING TO BE HELD ON TUESDAY, 22 October 2019 at 10:00 A.M. OR AT ANY ADJOURNMENT THEREOF

I/We (Note 1) _____

of _____

being the registered holder(s) of (Note 2) _____ shares of HK\$0.04 each in the share capital of Imagi International Holdings Limited (the "Company") **HEREBY APPOINT** (Note 3) the chairman of the meeting or _____

of _____

as my/our proxy to attend for me/us and on my/our behalf at the special general meeting (the "Meeting") of the Company to be held at Unit 2401-2, Admiralty Centre I, 18 Harcourt Road, Admiralty, Hong Kong on Tuesday, 22 October 2019, at 10:00 a.m. (and at any adjournment thereof) and to vote for me/us and on my/our behalf in respect of the ordinary resolutions as set out in the notice convening the Meeting as indicated below, or if no such indication is given, as my/our proxy thinks fit and in respect of any other business that may properly come before the Meeting and/or at any adjournment thereof:

ORDINARY RESOLUTIONS		FOR (Note 4)	AGAINST (Note 4)
1.	To adopt the Share Award Scheme.		
2.	To approve a specific mandate in relation to the issuance of shares underlying awards granted pursuant to the Share Award Scheme.		

Dated this _____ day of _____ 2019 Signature(s): _____ (Note 5)

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK LETTERS**. The names of all joint holders should be stated.
- Please insert the number of the Company's 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 the shares in the capital of the Company registered in your name(s).
- Any member of the Company entitled to attend and vote at the Meeting shall be 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.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE BOX MARKED "AGAINST"**. Failure to tick either box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any amendment of a resolution put to the Meeting.
- 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 seal or under the hand of an officer or attorney duly authorised in writing.
- Where there are joint holders of any share any one of such joint holder may, subject to bye-law 76A of the Company's bye-laws, 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 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.
- 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 certified copy of such power or authority, must be deposited to Tricor Secretaries Limited, the branch share registrar of the Company in Hong Kong, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- The proxy needs not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and return of the form of proxy will not preclude you from attending and voting in person at the Meeting or any adjourned meeting should you so wish, but this form of proxy will in which case be deemed to be revoked.
- The description of these resolutions is by way of summary only. The full text appears in the notice of the Meeting dated 24 September 2019 issued by the Company. Unless otherwise stated, capitalised terms used herein have the meaning as ascribed to them in the Company's circular dated 24 September 2019.

PERSONAL INFORMATION COLLECTION STATEMENT

- "Personal Data" in this statement has the same meaning as "personal data" defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO"), which include your and your proxy's name and address.
- Your supply of the Personal Data to the Company is on a voluntary basis and for the purpose of processing your instructions as stated in this proxy form (the "Purposes"). Failure to provide sufficient information, the Company may not be able to process your instructions and/or requests as stated in this proxy form.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its share registrar and transfer office in Hong Kong, and/or other companies or bodies 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. The Personal Data will be retained for such period as may be necessary to fulfil the Purposes (including 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 and any such request should be in writing and sent to the Privacy Compliance Officer of Tricor Secretaries Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong.

* for identification purpose only