



# 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 ANNUAL GENERAL MEETING TO BE HELD ON TUESDAY, 21 JUNE 2022 at 10:00 A.M. OR AT ANY ADJOURNMENT THEREOF

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ shares of HK\$0.04 each in the share capital of  
Imagi International Holdings Limited (the "Company") **HEREBY APPOINT** <sup>(Note 3)</sup> the chairman of the meeting or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend for me/us and on my/our behalf at the annual 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, 21 June 2022, 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 <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>
1.	To consider and receive the audited consolidated financial statements of the Company and its subsidiaries, and the reports of the directors of the Company and of the independent auditor of the Company for the year ended 31 December 2021.		
2.	(a) To re-elect Mr. Kitcehlil Osman Bin as an executive director of the Company. (b) To re-elect Dr. Santos Antonio Maria as an independent non-executive director of the Company. (c) To re-elect Mr. Miu Frank H. as an independent non-executive director of the Company. (d) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.		
3.	To re-appoint Crowe (HK) CPA Limited as auditor of the Company and to authorise the board of directors to fix auditors' remuneration.		
4.	To grant a general mandate to the directors of the Company to allot, issue and otherwise deal with the shares of the Company, in terms as set out as ordinary resolution numbered 4 in the notice convening the Meeting (the "Notice").		
5.	To grant a general mandate to the directors of the Company to repurchase the shares of the Company, in terms as set out as ordinary resolution numbered 5 in the Notice.		
6.	To approve the extension of the general mandate to be granted to the directors of the Company to allot, issue and otherwise deal with the shares of the Company, in terms as set out as ordinary resolution numbered 6 in the Notice.		
7.	To grant a specific mandate to the directors of the Company to issue the shares underlying awards granted pursuant to the share award scheme of the Company, in terms as set out as ordinary resolution numbered 7 in the Notice.		
8.	To approve the adoption of the new share option scheme of the Company, in terms as set out as ordinary resolutions numbered 8 in the Notice.		
<b>SPECIAL RESOLUTION</b>			
9.	To approve the adoption of the new bye-laws of the Company, in terms as set out as special resolution numbered 9 in the Notice.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2022 Signature(s): \_\_\_\_\_ <sup>(Note 5)</sup>

### 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).
- A member entitled to attend and vote at the meeting is entitled to appoint one or more than one proxy to attend and vote on his behalf. 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 ALTERNATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- 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.
- In the case of joint holders, any one of such joint holders may attend and vote at the Meeting, either personally or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of the relevant share(s) shall alone be entitled to vote in respect thereof.
- 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 27 May 2022 issued by the Company.

### 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