



CT Vision S.L. (International) Holdings Limited

中天順聯(國際)控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 994)

Proxy Form for Use at Extraordinary General Meeting (or at any adjournment thereof)

I/We ^(Note 1) _____

of _____

being the registered holder(s) of ^(Note 2) _____

shares of HK\$0.01 each in the share capital of CT Vision S.L. (International) Holdings Limited (the "Company"), hereby appoint the chairman of the extraordinary general meeting (the "EGM") or ^(Note 3) _____ of _____

as my/our proxy to attend on my/our behalf at the EGM to be held at 2/F, J Plus, 35-45B Bonham Strand, Sheung Wan, Hong Kong on Thursday, 5 October 2023 at 10 a.m. or any adjournment thereof to vote for me/us at the EGM for the purpose of considering and, if thought fit, passing the resolutions set out in the notice convening the EGM and at such EGM (or at any adjournment thereof) to vote on my/our behalf as indicated below or, if no such indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTIONS	FOR ^(Note 4)	AGAINST ^(Note 4)
1.	<p>THE SUBSCRIPTION</p> <p>"THAT:</p> <p>(a) the subscription agreement dated 28 July 2023 (the "Subscription Agreement") entered into between the Company and CT Vision Investment Limited (the "Subscriber") (a copy of the Subscription Agreement has been produced to the meeting and marked "A" and initialed by the chairman of the meeting for identification purpose) in relation to the subscription of 90 million new ordinary shares of HK\$0.01 each in the share capital of the Company (the "Subscription Shares") by the Subscriber at the subscription price of HK\$0.40 per Subscription Share and the transaction contemplated thereunder be and are hereby approved, confirmed and ratified;</p> <p>(b) conditional upon The Stock Exchange of Hong Kong Limited (the "Stock Exchange") granting and not having withdrawn or revoked the approval for the listing of, and permission to deal in the Subscription Shares prior to settlement of the Subscription Shares, the directors of the Company (the "Directors") be and are hereby granted a specific mandate to allot and issue the Subscription Shares in accordance with the terms of the Subscription Agreement, provided that this specific mandate shall be in addition to, and shall not prejudice nor revoke any existing or such other general or specific mandates which may from time to time be granted to the Directors prior to the passing of this resolution; and</p> <p>(c) any one of the Directors be and is hereby authorised to take any action and execute such other documents as he/she considers necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the Subscription Agreement and the transaction contemplated thereunder, including, without limitation, the allotment and issue of the Subscription Shares under the relevant specific mandate."</p>		
2.	<p>THE PLACING</p> <p>"THAT:</p> <p>(a) the placing agreement dated 28 July 2023 (the "Placing Agreement") entered into between the Company and Emperor Securities Limited (the "Placing Agent") as placing agent (a copy of Placing Agreement has been provided to the meeting and marked "B" and initialed by the chairman of the meeting for identification purpose) in relation to a private placing of up to 90 million new ordinary shares of HK\$0.01 each in the share capital of the Company (the "Placing Shares") to independent places (the "Places") at the placing price of HK\$0.40 per Placing Share and the transaction contemplated thereunder (the "Placing") be and hereby approved, confirmed and ratified;</p> <p>(b) conditional upon the Stock Exchange having granted or agreeing to grant and not subsequently revoked prior to completion of the Placing the approval for the listing of, and permission to deal in, the Placing Shares on the Stock Exchange, the Directors be and are hereby granted a specific mandate to allot and issue the Placing Shares in accordance with the terms of the Placing Agreement, provided that this specific mandate shall be in addition to, and shall not prejudice nor revoke any existing or such other general or specific mandates which may from time to time be granted to the Directors prior to the passing of this resolution; and</p> <p>(c) any one of the Directors be and is hereby authorized to take any action and execute such other documents as he/she considers necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the Placing Agreement and the transaction contemplated thereunder, including without limitation, the allotment and issue of the Placing Shares under the relevant specific mandate."</p>		

Dated this _____ day of _____ 2023

Signature ^(Note 5) _____

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 this proxy form relates. If no number is inserted, this proxy form will be deemed to be related to all the shares of the Company registered in your name(s).
- If any proxy other than the chairman of the EGM is preferred, strike out the words "the chairman of the extraordinary general meeting (the "EGM") or" and insert the name and address of the proxy desired in the space provided. If no name is inserted, the chairman of the EGM will act as your proxy. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK ("✓") IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK ("✓") IN THE BOX MARKED "AGAINST".** Failure to tick ("✓") either box of the resolution will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the meeting other than those referred to in the notice of the EGM.
- This proxy form must be signed by you or your attorney duly authorised in writing, or in the case of a corporation, must be either executed under its common seal or under the hand of an officer or attorney duly authorised.
- Any shareholder of the Company entitled to attend and vote at the EGM 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 be a shareholder of the Company.
- In order to be valid, the completed proxy form must be deposited at the Company's Hong Kong branch share registrar, Boardroom Share Registrars (HK) Limited, at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong, together with a power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof.
- Where there are joint registered holders of any share, any one of such holders may vote at the EGM either personally or by proxy in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders are present at the EGM either personally or by proxy, that one of the said holders so present whose name stands first in the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
- Completion and deposit of the proxy form will not preclude you from attending and voting at the EGM if you so wish.
- The resolutions to be put for consideration at the meeting shall be voted on by way of 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 authorized 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 fulfill 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/Boardroom Share Registrars (HK) Limited at the above address.