

**Form of proxy for the extraordinary general meeting
to be held on Tuesday, 24 October 2023 at 11:00 a.m. (or at any adjournment thereof)**

¹ No. of ordinary shares to which this proxy form relates	
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I/We²
of
Ordinary Shareholder(s) of **COSMOPOLITAN INTERNATIONAL HOLDINGS LIMITED** (the “Company”) hereby appoint³ the Chairman of the Meeting or
of
as my/our proxy to attend, act and vote for me/us and on my/our behalf at the extraordinary general meeting of the Company (the “EGM” or “Meeting”) to be held on Tuesday, 24 October 2023 at 11:00 a.m. at the Regal Hongkong Hotel, 88 Yee Wo Street, Causeway Bay, Hong Kong and at any adjournment thereof and to vote for me/us and in my/our name(s) as indicated below, and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION		FOR ⁴	AGAINST ⁴
1.	To approve the Cosmo Share Consolidation and the transactions contemplated thereunder, in the terms as set out in the ordinary resolution (resolution numbered 1 in the notice of the EGM).		
SPECIAL RESOLUTIONS		FOR ⁴	AGAINST ⁴
2.	To approve the Cosmo Bonus Issue (including the terms and conditions of the Cosmo Bonus CNs and the Deed Poll) and the transactions contemplated thereunder, in the terms as set out in the special resolution (resolution numbered 2 in the notice of the EGM).		
3.	To approve the amendments to the articles of association of the Company, in the terms as set out in the special resolution (resolution numbered 3 in the notice of the EGM).		

Note: Capitalised terms above have the meanings ascribed to them in the circular of the Company dated 5 October 2023. Please refer to the notice of the EGM accompanying the said circular of the Company for the full text of the above resolutions.

Dated this day of 2023. Signature⁵

NOTES:

- Please insert the number of ordinary shares registered in your name(s) to which this proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all the ordinary shares in the capital of the Company registered in your name(s).
- Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
- If any proxy other than the Chairman of the Meeting is preferred, strike out the relevant reference and insert the name and address of the proxy desired in the space provided. A member may appoint one or, if he/she is a holder of more than one share, more proxies to attend and vote in his stead. A proxy need not be a member of the Company. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE DULY INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR OR AGAINST A RESOLUTION, PLEASE PLACE A “✓” IN THE APPROPRIATE BOX.** If you do not indicate how you wish your proxy to vote, your proxy will exercise his/her discretion whether to vote for or against the resolutions or to abstain from voting. Your proxy will be entitled to vote at his/her discretion on any resolutions properly put to the Meeting other than those referred to in the notice convening the Meeting.
- This proxy form must be signed under the hand of the appointor or of his/her attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- If two or more persons are jointly entitled to an ordinary share and are present at the Meeting, only the joint holder whose name stands first in the register of members of the Company in respect of the joint holding is entitled to vote at the Meeting.
- To be valid, this proxy form, together with the power of attorney or other authority (if any) under which it is signed, or a certified copy of that power or authority, must be deposited with the Company’s share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for the Meeting.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and delivery of this proxy form will not preclude you from attending and voting in person at the Meeting if you so wish.