



歡喜傳媒集團有限公司*
HUANXI MEDIA GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 1003)

FORM OF PROXY FOR USE AT THE SPECIAL GENERAL MEETING

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ share(s) of HK\$0.01 each in the share capital of **Huanxi Media Group Limited** (the “Company”) **HEREBY APPOINT** the chairman of the meeting or ^(Note 3) _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the special general meeting (the “Meeting”) (or any adjournment thereof) of the Company to be held at The Executive Centre, Level 35, Two Pacific Place, No. 88 Queensway, Admiralty, Hong Kong on Monday, 21 February 2022, at 11:00 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the resolution set out in the notice convening the Meeting or, if no such indication is given, as my/our proxy think(s) fit.

RESOLUTION	FOR ^(Note 4)	AGAINST ^(Note 4)
To approve, confirm and ratify the Agreements (as defined and described in the Company’s circular dated 31 January 2022) and the transactions contemplated thereunder.		

Dated this _____ day of _____ 2022 Signature(s) ^(Note 5): _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares registered in your name(s). 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).
3. If any proxy other than the chairman is preferred, strike out “the chairman of the meeting or” and insert the name and address of the desired proxy in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE BOX MARKED “AGAINST”.** Failure to complete any or all the boxes will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any other resolutions properly put to the Meeting other than those referred to in the notice convening the Meeting.
5. This form of proxy shall be in writing and signed by you or your attorney duly authorised in writing, or in the case of a corporation, must either be executed under its common seal or under the hand of an officer or attorney duly authorised.
6. In order to be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority, must be deposited at the office of the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17/F Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong by 11:00 a.m. on Saturday, 19 February 2022 or not later than forty-eight (48) hours before the time appointed for holding any adjournment of the Meeting.
7. This form of proxy shall be valid after the expiration of twelve (12) months from the dates of its execution, except at an adjourned meeting or on a poll demanded at a meeting or an adjourned meeting in a case where the Meeting was originally held within twelve (12) months from such date.
8. In the case of joint holders, any one of such joint holders may vote at the Meeting, either personally or by proxy, but if more than one of the joint holders are present at the Meeting personally or by proxy, that one of the said persons whose name stands first on the register of members in respect of the relevant share(s) shall alone be entitled to vote in respect thereof.
9. The proxy need 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 present at the Meeting should you so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.
10. Reference to time and dates in this form of proxy are to Hong Kong time and dates.

* For identification purposes only