



ASIA INVESTMENT FINANCE GROUP LIMITED

亞投金融集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00033)

FORM OF PROXY FOR EXTRAORDINARY GENERAL MEETING

I/We ^(note 1) _____ of _____ being the registered shareholder(s) of ^(note 2) _____ shares of HK\$0.1 each in the share capital of Asia Investment Finance Group Limited (the “Company”), hereby appoint ^(note 3) the Chairman of the meeting or _____ of _____ as my/our proxy to attend and vote for me/us on my/our behalf at the Extraordinary General Meeting of the Company to be held at Unit 3201, Bank of America Tower, 12 Harcourt Road, Central, Hong Kong on Tuesday, 20 March 2018 at 11:00 a.m. and at any adjournment thereof on the undermentioned resolutions 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.	To approve the deed of variation dated 10 January 2018 (the “Deed of Variation”) entered into between the Company and Internet Finance Investment Co. Ltd., in relation to the proposed alteration of certain terms and conditions of the outstanding zero coupon convertible bonds in the aggregate principal amount of HK\$100,000,000 due on 18 February 2018 (the “Convertible Bonds”), and to grant the directors of the Company a specific mandate to allot, issue and otherwise deal with shares of the Company that may be issued pursuant to the alteration to the terms and conditions of the Convertible Bonds, and to authorise any one Director to do all such further acts and things and to sign and execute all such other or further documents and to take all such steps which, in the opinion of such Director, may be necessary, appropriate, desirable or expedient to implement and/or give effect to the terms of, or the transactions contemplated by, the Deed of Variation and to agree to such variation, amendments or waiver of matters relating thereto.		
2.	To confirm, approve and ratify the grant of 250,000,000 share options to Ms. Cheung Kwan pursuant to the share option scheme of the Company adopted on 26 June 2017; and authorise any one director of the Company to do any act and to sign any document for and on behalf of the Company as may be necessary in connection with the grant of the share options to Ms. Cheung Kwan.		
3.	(a) To re-elect Ms. Wang Angel Yunxiao as a Non-executive Director of the Company.		
	(b) To re-elect Mr. Liu Hu as an executive Director of the Company.		

Signature: _____

Date: _____

Notes:

- Full name(s) and address(es) are to be inserted in BLOCK CAPITALS.
- 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 Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, please delete the words “the Chairman of the meeting” and insert the name and address of the proxy desired in the space provided. Any alteration made to this form of proxy must be initialed by the person(s) who signs it.
- If you wish to vote for a resolution, tick in the box marked “For”. If you wish to vote against a resolution, tick in the box marked “Against”. If no direction is given, your proxy may vote or abstain as he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- This form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, must be either under its Common Seal or under the hand of an officer or attorney or other person duly authorised to sign the same.
- 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 materially certified copy of such power or authority must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 48 hours before the time of the meeting or any adjourned meeting.
- In the case of joint registered holders of any shares, 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 registered holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company.
- A proxy need not be a member of the Company but must attend the relevant meeting in person to represent you.
- The full text of the above proposed resolutions appears in the notice of the Meeting.

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 (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 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. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. You/your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing to the Company or Tricor Investor Services Limited at the above address for the attention of Privacy Compliance Officer.