



PEACE MAP HOLDING LIMITED
天下圖控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 402)

**Second Form of Proxy for use at the Annual General Meeting to be convened on Thursday, 25 May 2017 (“AGM”)
(or any adjournment thereof)**

I/We ^(note 1) _____
of _____
being the registered holder(s) of ^(note 2) _____ shares of HK\$0.25 each (the “Shares”) in the capital of Peace Map Holding Limited (the “Company”),
hereby appoint the chairman of the AGM or ^(note 3) _____
of _____

as my/our proxy ^(note 4) to act for me/us at the AGM (and at any adjournment thereof) of the Company to be held at Room 1804A, 18/F, Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong on Thursday, 25 May 2017 at 10:30 a.m. for the purpose of considering and, if thought fit, passing the following resolutions at the AGM and to vote for me/us in my/our name(s) as indicated below in respect of such resolutions and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS ^(note 6)		FOR ^(note 5)	AGAINST ^(note 5)
1.	To receive and consider the audited consolidated financial statements and the reports of the directors of the Company (the “ Director(s) ”) and the independent auditor of the Company (the “ Auditor ”) for the year ended 31 December 2016.		
2.	(A) (i) to re-elect Mr. GUAN Hongliang as an executive Director;		
	(ii) to re-elect Mr. WANG Zheng as an executive Director;		
	(iii) to re-elect Mr. ZHAI Shenggang as an independent non-executive Director;		
	(iv) to re-elect Mr. LI Bin as an executive Director; and		
	(v) to re-elect Ms. MU Yan as an executive Director.		
	(B) to authorise the board of Directors (the “ Board ”) to determine the remuneration of the Directors.		
3.	To re-appoint SHINEWING (HK) CPA Limited as the Auditor and to authorise the Board to fix their remuneration.		
4.	(A) To grant a general mandate to the Directors to allot and issue Shares;		
	(B) To grant a general mandate to the Directors to repurchase Shares; and		
	(C) To extend the general mandate granted to the Directors to issue Shares by the number of Shares repurchased.		

Signed this _____ day of _____, 2017.

Shareholder’s signature ^(notes 7 & 8) _____

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- Please insert the number of Shares registered in your name(s). If no number is inserted, this second form of proxy (“**Second Proxy Form**”) will be deemed to relate to all such Shares registered in your name(s).
- Please insert the name and address of the proxy desired in the space provided. **Any alteration made to this Second Proxy Form must be initialed by the person who signs it. If no name is inserted, the duly appointed chairman of the AGM will set as your proxy.**
- A proxy need not be the chairman of the AGM. If you wish to appoint some person other than the chairman of the AGM as your proxy, please delete the words “the chairman of the AGM or” and insert the name and address of the person appointed as proxy in the space provided.
- IMPORTANT: If you wish to vote for or against the resolution, please place a “✓” in the box marked “FOR” or the box marked “AGAINST” as appropriate. Failure to complete a box will entitle your proxy to cast your vote(s) or abstain at his discretion. Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the AGM other than that referred to in the notice convening the AGM.**
- The full text of these resolutions appear in the notice of AGM dated 24 April 2017 and the supplemental notice of AGM dated 10 May 2017.
- This Second Proxy Form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its seal or under the hand of an officer or attorney duly authorised to sign the same.
- Where there are joint registered holders of any Shares, any one of such joint holders may vote at the AGM, either in person or by proxy, in respect of such Shares as if he were solely entitled thereto, but if more than one of such joint holders are present at the AGM in person or by proxy, then one of the said persons so present whose name stands first on the register of members in respect of such Shares shall alone be entitled to vote in respect thereof.
- A proxy need not be a member of the Company.
- In order to be valid, this Second Proxy Form and the power of attorney or other authority, if any, under which it is signed or a certified copy of such power of attorney or authority, must be deposited at the transfer office of the Company’s share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong, as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the AGM or any adjournment thereof. Completion and return of this Second Proxy Form will not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish.**
- Any alteration made to this Second Proxy Form must be initialed by the person who signs it.
- IMPORTANT: PLEASE REFER TO PAGES 2-3 OF THE SUPPLEMENTAL CIRCULAR OF THE COMPANY DATED 10 MAY 2017 FOR SPECIAL ARRANGEMENTS ABOUT COMPLETION AND SUBMISSION OF THIS SECOND PROXY FORM.**

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 fulfil 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 / Tricor Investor Services Limited at the above address.