



**PEACE MAP HOLDING LIMITED**  
**天下圖控股有限公司**

(incorporated in the Cayman Islands with limited liability)

(Stock code: 402)

**Form of Proxy for use at the Extraordinary General Meeting to be convened on Monday, 10 July 2017  
at 10:30 a.m. (“EGM”) (or any adjournment thereof)**

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

as my/our proxy <sup>(note 4)</sup> to attend and act for me/us at the EGM (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 Monday, 10 July 2017 at 10:30 a.m. for the purpose of considering and, if thought fit, passing the following resolutions as set out in the notice (the “Notice”) convening the EGM and at the EGM, or at any adjournment thereof, 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.

	<b>SPECIAL RESOLUTIONS</b> <sup>(note 6)</sup>	<b>FOR</b> <sup>(note 5)</sup>	<b>AGAINST</b> <sup>(note 5)</sup>
1.	To approve the change of domicile of the Company, the adoption of the memorandum of continuance and bye-laws of the Company and the fixing of the maximum number of directors of the Company as described in the circular of the Company dated 16 June, 2017 (the “Circular”).		
2.	To approve the cancellation of the entire amount standing to the credit of the share premium account of the Company and the transfer of such amount to the contributed surplus account of the Company and that such contributed surplus account shall be the contributed surplus account of the Company within the meaning of the Companies Act 1981 of Bermuda effective upon the change of domicile becoming effective as described in the Circular.		
3.	To approve the capital reorganisation comprising the capital reduction and the diminution and increase and the matters contemplated thereby as described in the Circular.		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2017.

Shareholder’s signature <sup>(notes 7 & 8)</sup> \_\_\_\_\_

**Notes:**

1. Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
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 such Shares registered in your name(s).
3. Please 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 who signs it. If no name is inserted, the duly appointed chairman of the EGM will set as your proxy.**
4. A proxy need not be the chairman of the EGM. If you wish to appoint some person other than the chairman of the EGM as your proxy, please delete the words “the chairman of the EGM or” and insert the name and address of the person appointed as proxy in the space provided.
5. **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 EGM other than that referred to in the notice convening the EGM.**
6. The full text of these resolutions appear in the Notice.
7. This form of proxy 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.
8. Where there are joint registered holders of any Shares, any one of such joint holders may vote at the EGM, 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 EGM 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.
9. A proxy need not be a member of the Company.
10. **In order to be valid, this form of proxy 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 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, as soon as practicable and in any event by 10:30 a.m. on Saturday, 8 July 2017 or not less than 48 hours before the time appointed for the holding of the EGM or any adjournment thereof. Completion and return of this form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish. In such event, the form of proxy previously submitted shall be deemed to be revoked.**
11. Any alteration made to this form of proxy must be initialed by the person who signs it.

**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.