



# SUCCESS

## SUCCESS UNIVERSE GROUP LIMITED

### 實德環球有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 00487)

#### FORM OF PROXY FOR ANNUAL GENERAL MEETING

Number of shares to which  
this form of proxy relates <sup>1</sup>

I/We <sup>2</sup> (name) \_\_\_\_\_  
of (address) \_\_\_\_\_,  
being the registered holder(s) of the shares of HK\$0.01 each in the capital of Success Universe Group Limited (the "Company"),  
hereby appoint <sup>3</sup> (name) \_\_\_\_\_  
of (address) \_\_\_\_\_,  
or failing him/her, the Chairman of the Meeting (as defined hereinafter) as my/our proxy to attend and vote for me/us on my/our behalf at the annual general meeting of the Company to be held at Boardroom 8, Lower Lobby, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on Thursday, 8 June 2017 at 2:30 p.m. (the "Meeting") and at any adjournment thereof on each of the undermentioned resolutions as indicated:

ORDINARY RESOLUTIONS		For <sup>4</sup>	Against <sup>4</sup>
1.	To receive and adopt the Audited Financial Statements for the year ended 31 December 2016 together with the Report of Directors and the Independent Auditors' Report thereon.		
2.	(A) To re-elect Dr. Ma Ho Man, Hoffman as Director.		
	(B) To re-elect Mr. Chin Wing Lok, Ambrose as Director.		
	(C) To authorise the Board of Directors to fix the Directors' remuneration.		
3.	To re-appoint HLB Hodgson Impey Cheng Limited as Auditors and to authorise the Board of Directors to fix their remuneration.		
4.	(A) To grant a general mandate to the Directors to repurchase shares of the Company.		
	(B) To grant a general mandate to the Directors to issue new shares of the Company.		
	(C) To extend the general mandate to issue new shares of the Company under Resolution No. 4(B) by the addition of the number of shares repurchased under Resolution No. 4(A).		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2017 Signature(s) <sup>5</sup>: \_\_\_\_\_

#### Notes:

- Please insert the number of shares of the Company ("Share(s)") to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the Shares registered in your name(s).
- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**.
- Any shareholder of the Company ("Member(s)") entitled to attend and vote at the Meeting is entitled to appoint another person as his/her proxy to attend and vote in his/her stead. A Member who is the holder of two or more Shares may appoint more than one proxy to attend and vote on his/her behalf at the Meeting. A proxy need not be a Member but must attend the Meeting in person to represent you. Please insert the name and address of the proxy desired in the space provided in **BLOCK CAPITALS**. If no name is inserted, the Chairman of the Meeting will act as your proxy. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PUT A TICK IN THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PUT A TICK IN THE APPROPRIATE BOX MARKED "AGAINST"**. Failure to complete the box will entitle your proxy to vote at his/her discretion or to abstain from voting. Your proxy will also be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the Meeting other than those referred to in the notice of the Meeting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, if you are a corporation, must either be executed under seal or under the hand of an officer, attorney or other person duly authorised to sign the same. In the case of this form of proxy purporting to be signed on behalf of a corporation by an officer thereof, it shall be assumed, unless the contrary appears, that such officer was duly authorised to sign the form of proxy on behalf of the corporation without further evidence of the fact.
- 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 certified copy of such power or authority, must be deposited at the office of the Company's branch share registrar in Hong Kong, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for holding the Meeting (i.e. not later than 2:30 p.m. on Tuesday, 6 June 2017).
- Where there are joint holders of any Share, any one of such joint holder may vote, either in person or by proxy, in respect of such Share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the Meeting, 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 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 in respect of the joint holding.
- Completion and deposit of this form of proxy will not preclude you from attending and voting in person at the Meeting or any adjournment thereof if you so wish. If you attend and vote at the Meeting, the authority of your proxy is deemed to have been revoked.
- The notice of the Meeting dated 28 April 2017 is set out in the Company's circular dated 28 April 2017 despatched to the Members along with this form of proxy.
- References to time and dates in this form of proxy are to Hong Kong time and dates.

#### 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"). The Company may transfer your and your proxy's (or proxies') name(s) and address(es) to its agent, contractor, or third party service provider who provides administrative, computer and other services to the Company for use in connection with the Purposes, 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, Chapter 486 of the Laws of Hong Kong, and any such request should be in writing to the Company's branch share registrar in Hong Kong, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong.