



太和控股有限公司
TAI UNITED HOLDINGS LIMITED
(incorporated in Bermuda with limited liability)
(Stock code: 718)

Form of proxy for use by the shareholders of Tai United Holdings Limited at the special general meeting (the “Meeting”) to be convened at 11:00 a.m. on Monday, 27 February 2017 at Unit 810, L8, Core F, Cyberport 3, 100 Cyberport Road, Hong Kong (or any adjournment thereof)

(Terms used in this form of proxy have the same meanings as defined in the notice convening the Meeting (the “Notice”))

I/We ^(Note 1) _____
of _____
being the registered holder(s) of shares ^(Note 2) _____ of HK\$0.05 each
in the share capital of Tai United Holdings Limited (the “Company”), HEREBY APPOINT THE CHAIRMAN OF
THE MEETING ^(Note 3) or _____
of _____
as my/our proxy to attend the Meeting (or any adjournment thereof) to be held at 11:00 a.m. on Monday, 27 February
2017 at Unit 810, L8, Core F, Cyberport 3, 100 Cyberport Road, Hong Kong (or any adjournment thereof) for the
purposes of considering and, if thought fit, passing the resolution as set out in the Notice convening the said Meeting
and at such Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the
resolution as indicated below ^(Note 4).

ORDINARY RESOLUTION ^(Note 5)	FOR	AGAINST
To approve, confirm and ratify the Acquisition (as defined and described in the Company’s circular dated 10 February 2017) as contemplated under the Agreement (as defined and described in the Company’s circular dated 10 February 2017) and to approve the transactions contemplated thereunder including but not limited to the Specific Mandate (as defined in the Company’s circular dated 10 February 2017) and the allotment and issue of the Consideration Shares (as defined in the Company’s circular dated 10 February 2017) and to authorise the board of directors of the Company or a duly authorised committee thereof to take all such actions as it considers necessary, appropriate, desirable and expedient for the purposes of giving effect to or in connection with the Acquisition and all transactions contemplated thereunder.		

Dated this _____ day of _____, 2017 Signature ^(Note 6): _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of the Company registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
3. If any proxy other than the Chairman is preferred, strike out the words “**THE CHAIRMAN OF THE MEETING or**” and insert the name and address of the proxy desired in the space provided. A member of the Company who is the holder of two or more shares may appoint more than one proxy to attend and vote on his behalf at the Meeting provided that if more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed. **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 INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE APPROPRIATE BOX MARKED “AGAINST”.** If you wish to vote only part of the number of shares in respect of which the proxy is so appointed, please state the exact number of shares in lieu of tick in the relevant box. If the form returned is duly signed but without specific direction on the proposed resolution, your proxy will be entitled to vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
5. The full text of the resolution is set out in the Notice.
6. 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 executed under its common seal or under the hand of an officer or attorney or other person duly authorised.
7. Every member of the Company present in person or by proxy or, being a corporation, is present by its duly authorised representative, shall have one vote for every fully paid share of which he is the holder.
8. In the case of joint holders of a share, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of votes of the other joint holder(s). 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.
9. To be effective this form of proxy and 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 lodged with 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 this Meeting or any adjournment thereof.
10. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
11. Completion and delivery of the form of proxy will not preclude you from attending and voting at the Meeting if you so wish.