



Alibaba Pictures Group Limited 阿里巴巴影業集團有限公司

(Incorporated in Bermuda with limited liability)
(Stock Code: 1060)

FORM OF PROXY FOR SPECIAL GENERAL MEETING

I/We¹ _____
of _____
being the registered holder(s) of² _____ share(s) of HK\$0.25 each in the capital of
ALIBABA PICTURES GROUP LIMITED (the “Company”) **HEREBY APPOINT**³ _____
of _____ or
THE CHAIRMAN OF THE MEETING as my/our proxy to attend, act and vote for me/us and on my/our behalf at the Special General Meeting (the “Meeting”) (or at any adjournment thereof) of the Company to be held at Units 2302-2305, 23/F., Tower One, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong on Friday, February 22, 2019 at 10:30 a.m. in respect of the undermentioned resolution as hereunder indicated and, if no such indication is given, as my/our proxy thinks fit.

Ordinary Resolution			For ⁴	Against ⁴
1.	(i)	To approve, confirm and ratify the subscription agreement (the “Subscription Agreement”) entered into between the Company and Ali CV Investment Holding Limited (the “Subscriber”) pursuant to which the Company has conditionally agreed to allot and issue, and the Subscriber has conditionally agreed to subscribe for, 1,000,000,000 new shares of the Company (the “Subscription Shares”) at the subscription price of HK\$1.25 per Subscription Share and the matters contemplated thereunder;		
	(ii)	To approve all the transactions contemplated under the Subscription Agreement, including but not limited to the grant of the specific mandate to allot and issue the Subscription Shares by the Company to the Subscriber pursuant to the Subscription Agreement (the “Specific Mandate”) and to authorise the directors of the Company (the “Director(s)”) to allot and issue the Subscription Shares to the Subscriber pursuant to the Subscription Agreement; and		
	(iii)	To authorise any one or more of the Director(s) to do all such acts and things and execute all such documents which he/she/they consider necessary, desirable or expedient for the purpose of, or in connection with the implementation of and giving effect to the Subscription Agreement and the transactions contemplated thereunder (including the grant of the Specific Mandate).		

Date: _____ 2019 Signature⁵ _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of shares of HK\$0.25 each registered in your name(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 of the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, strike out “or **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 INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK THE BOX MARKED “FOR” BESIDE THE RESOLUTION. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK THE BOX MARKED “AGAINST” BESIDE THE RESOLUTION.** Failure to complete any or all boxes will entitle your proxy to cast or not to cast his vote on the relevant resolution at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than that referred to in the notice convening the Meeting.
- This form of proxy must be signed by you or your attorney duly authorized in writing or, in case of a corporation, must be executed either under its common seal or under the hand of an officer or attorney duly authorized.
- Where there are joint registered holders of any share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint registered holders be present at the Meeting personally or by proxy, the one of the said persons so present whose name stands first on the register of members in respect of such share shall be entitled to vote in respect thereof.
- To be valid, the form of proxy together with the power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the branch share registrar and transfer office of the Company in Hong Kong, Tricor Secretaries 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 or any adjournment thereof.
- The proxy needs not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and deposit of the form of proxy will not preclude you from attending and voting at the Meeting if you so wish and in such event, the proxy shall be deemed to be revoked.

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”). Such information will be transferred to the Company’s branch share registrar in Hong Kong, Tricor Secretaries Limited and/or other companies or bodies which provide(s) administrative, computer or 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. 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 (Chapter 486 of the laws of Hong Kong) and any such request should be in writing by mail to the Company at 26/F Tower One, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong (marked for the attention of the Company Secretary) or Tricor Secretaries Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong (marked for the attention of the Privacy Compliance Officer).