

National Investments

National Investments Fund Limited

國盛投資基金有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1227)

FORM OF PROXY

Form of proxy for use by shareholders at the extraordinary general meeting or any adjournment thereof (“Meeting”) convened to be held at 16/F, Guangdong Finance Building, 88 Connaught Road West, Hong Kong at 11:00 a.m. on Tuesday, 5 March 2019

I/We ^(note a) _____
of _____
being the registered holder(s) of _____ ^(note b) ordinary shares of
HK\$0.01 each of NATIONAL INVESTMENTS FUND LIMITED (國盛投資基金有限公司) (“Company”) hereby appoint the
Chairman of the Meeting or _____
of _____
to act as my/our proxy ^(note c) at the Meeting of the Company to be held at 16/F, Guangdong Finance Building, 88 Connaught Road West, Hong Kong at 11:00 a.m. on Tuesday, 5 March 2019 and at any adjournment thereof and to vote on my/our behalf as directed below.

Please tick (“✓”) in the appropriate boxes to indicate how you wish your vote(s) to be cast ^(notes d and e).

ORDINARY RESOLUTIONS		FOR ^(note d)	AGAINST ^(note d)
1.	To approve the Share Consolidation and the transactions contemplated in connection with or incidental to the Share Consolidation.		
2.	(a) to approve the Placing Agreement; (b) to authorise any one Director to exercise all the powers of the Company and to take all steps as might in his opinion be desirable or necessary in connection with the Placing Agreement to, including without limitation, allot and issue the Placing Shares; (c) to approve all other transactions contemplated under the Placing Agreement; and (d) to approve the grant of the unconditional specific mandate to the Directors to exercise the powers of the Company to allot, issue and deal with the Placing Shares pursuant to the Placing Agreement.		

Capitalised terms used in this proxy form shall have the same meanings as defined in the notice of the Meeting to the shareholders of the Company dated 13 February 2019.

Dated the _____ day of _____ 2019 Shareholder’s signature: _____ ^(notes f to i)

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
- 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 the shares in the capital of the Company registered in your name(s).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words “the Chairman of the Meeting or” and insert the name and address of the proxy desired in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick (“✓”) the appropriate box marked “For”. If you wish to vote against any resolution, please tick (“✓”) the appropriate box marked “Against”.** If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will be entitled to vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, be entitled to vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out in the notice convening the Meeting.
- The full text of the Resolutions appears in the notice of the Meeting dated 13 February 2019.
- In the case of a joint holding, this form of proxy may be signed by any joint holder. If, however, more than one joint holder is present at the Meeting, whether in person or by proxy, the vote of the senior who tenders a vote will be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company.
- The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- 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 offices of the Company’s Hong Kong 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 of the Meeting or any adjourned meeting.
- ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the Meeting or any adjourned meeting if you so wish.