

# NationalInvestments

## 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 OF THE COMPANY (THE "MEETING") TO BE HELD AT UNIT 3705, 37/F., 118 CONNAUGHT ROAD WEST, HONG KONG ON TUESDAY, 10 DECEMBER 2019 AT 11:00 A.M. (OR ANY ADJOURNMENT THEREOF)**

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>2</sup> \_\_\_\_\_ shares of  
HK\$0.10 each in the capital of NATIONAL INVESTMENTS FUND LIMITED (國盛投資基金有限公司)(the "Company"), HEREBY  
APPOINT<sup>3</sup> the chairman of the Meeting, or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend for me/us at the Meeting to be held at Unit 3705, 37/F., 118 Connaught Road West, Hong Kong on Tuesday,  
10 December 2019 at 11:00 a.m. (or any adjournment thereof) for the purpose of considering and, if thought fit, passing the following  
resolutions as set out in the notice convening the Meeting ("EGM Notice") and at the Meeting to vote on behalf of me/us and in my/our  
name(s) in respect of the said resolutions as indicated below or, if no such indication is given, as my/our proxy thinks fit and to vote on behalf  
of me/us and in my/our name(s) on any other resolutions duly proposed at the Meeting as my/our proxy thinks fit.

Please tick ("✓") the appropriate box to indicate how you wish your votes in respect of the resolutions to be cast<sup>5</sup>.

ORDINARY RESOLUTIONS <sup>6</sup>		FOR <sup>5</sup>	AGAINST <sup>5</sup>
1.	To approve the SPA (as defined in the circular of the Company dated 21 November 2019) and all transactions contemplated thereunder and authorise any one of the directors of the Company (the "Director(s)") to do all such acts and things, to sign, execute and seal (where required) any such documents, instruments or agreements for and on behalf of the Company as may be deemed by such Director in his/her absolute discretion to be incidental to, ancillary to or in connection with the SPA and all transactions contemplated thereunder.		
2.	(a) To re-elect Ms. Wu Xiaoxia as a Director.		
	(b) To re-elect Mr. Wang Ning as a Director.		
	(c) To re-elect Mr. Huang Hu as a Director.		

Dated the \_\_\_\_\_ day of \_\_\_\_\_ 2019

Signature(s)<sup>3, 7, 8, and 9</sup>: \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- 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 in the capital of the Company registered in your name(s).
- A proxy need not be a shareholder 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. A shareholder may appoint one or more proxy to attend and vote on his/her stead. If more than one proxy is so appointed, the appointment shall specify the number and class of shares of the Company in respect of which each such proxy is so appointed.
- ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IF YOU WISH TO VOTE FOR THE RESOLUTIONS SET OUT ABOVE, PLEASE TICK ("✓") THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, PLEASE TICK ("✓") THE APPROPRIATE BOXES 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/her discretion in respect of all resolutions. A proxy will also be entitled to vote at his discretion on any resolution(s) properly put to the Meeting other than those set out in the EGM Notice.
- The full text of the resolutions set out in the EGM Notice.
- In the case of joint holders, 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.
- This form of proxy must be signed by a shareholder, or his/her attorney duly authorised in writing, or if the shareholder is a corporation, either executed under its common seal or under the hand of an officer or attorney so authorised.
- To be valid, this form of proxy together with a power of attorney or other authority (if any) under which it is signed or a notarially certified copy or such power of attorney or authority, must be deposited with the Company's Hong Kong branch share registrar and transfer office, Tricor Tengis Limited at Level 54, 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.
- Completion and delivery of the form of proxy will not preclude a shareholder from attending and voting at the Meeting should they so desire.

#### 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 ("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 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 and any such request should be in writing by mail to the Company/Tricor Tengis Limited at the above address.