



QPL INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 243)

FORM OF PROXY SPECIAL GENERAL MEETING – FRIDAY, 14 JULY 2017

I/We (Note 1) _____ (Name)

of _____ (Address)

being (a) member(s) of QPL International Holdings Limited (the “Company”), hereby appoint (Note 2) the duly appointed Chairman of the Meeting or failing him _____

of _____ as my/our proxy to vote on my/our behalf at the special general meeting of the Company to be held on Friday, 14 July 2017 at 10.30 a.m. at Portion 2, 12/F, The Center, 99 Queen’s Road Central, Central, Hong Kong and at any adjournment thereof (the “Meeting”). The proxy will vote on the resolution as set out in the notice convening the Meeting as directed below:

SPECIAL RESOLUTION		For (Note 3)	Against (Note 3)
1.	To consider and, if thought fit, to approve “ THAT with effect on the business day immediately following the date of passing of this special resolution, or such time or such other date and/or time as the directors of the Company may determine (i) the share premium account of the Company be reduced by HK\$690,000,000 and the credit amount of HK\$690,000,000 arising from the reduction be transferred to the contributed surplus account of the Company (the “ Share Premium Reduction ”); and (ii) the directors of the Company (the “ Directors ”) be and are hereby authorised to utilise and apply any credit balance in the contributed surplus account of the Company (the “ Contributed Surplus Account ”) in accordance with the bye-laws of the Company and all applicable laws (including the application of any credit balance in the Contributed Surplus Account to set off against accumulated losses of the Company and making distribution out of the Contributed Surplus Account to the shareholders of the Company), as and when the Directors may consider appropriate.”		
ORDINARY RESOLUTION			
2.	To consider and, if thought if, to approve “ THAT subject to the Share Premium Reduction becoming effective, a distribution of an amount of HK\$300,083,287.83 (representing HK\$0.133 per share) out of the contributed surplus account of the Company be made to the shareholders of the Company whose names appear on the register of members of the Company as at the close of business on 21 July 2017.”		

The full text is set out in the notice convening the Meeting.

Number of shares of the Company to which this proxy relates ^(Note 4)

Signed (Note 5) _____

Date _____

NOTES:

- Please insert full name(s) and addresses in **BLOCK CAPITALS**.
- If any proxy other than the Chairman of the Meeting is preferred, strike out the relevant reference and insert the name and address of the proxy desired in the space provided. A member may appoint one or more proxies to attend and vote in his stead. A proxy needs not be a member of the Company. **ANY ALTERATION MADE TO THIS FORM MUST BE DULY INITIALLED.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE BOX MARKED “AGAINST”.** Failure to tick either box will entitle your proxy to cast your vote or abstain at his discretion on the relevant resolution. 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.
- Please insert the number of shares to which this proxy relates in the space provided. If a number is inserted, this form of proxy will be deemed to relate only to those shares. If no number is inserted, this form will be deemed to relate to all the shares in the Company which are registered in your name (whether alone or jointly with others).
- This form must be signed by you or your attorney duly authorized in writing or, in case of a corporation, either under seal or under the hand of an officer or attorney duly authorized.
- In case of joint holders, this form must be signed by the member whose name stands first on the Register of Members in respect of the joint holding.
- To be valid, this form of proxy (duly signed and completed), 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 with the Company’s branch share registrar in Hong Kong, Tricor Standard Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding of the Meeting or any adjournment thereof (as the case may be).
- The Company shall be entitled to reject this form of proxy if it is incomplete, or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in this form of proxy.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting should you so wish. If you attend and vote at the Meeting, the authority of your proxy will be automatically 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’). 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 authorized 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 Tricor Standard Limited at the above address.