



唐宮(中國)控股有限公司

TANG PALACE (CHINA) HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1181)

PROXY FORM

Proxy form for use by shareholders at the extraordinary general meeting (the "Extraordinary General Meeting") of Tang Palace (China) Holdings Limited (the "Company") convened at 2/F, The L. Place, 139 Queen's Road Central, Central, Hong Kong, on Tuesday, the 26th day of September 2017 at 4:00 p.m. (or any adjournment thereof)

I/We (note 1) _____
of _____
being the registered holder(s) of _____ shares (note 2) (the "Shares") of HK\$0.10 each in the capital of the Company, hereby appoint the Chairman of the Extraordinary General Meeting or (note 3) _____
of _____
or failing him _____
of _____
to act as my/our proxy (note 4) at the Extraordinary General Meeting of the Company to be held at 2/F, The L. Place, 139 Queen's Road Central, Central, Hong Kong, on Tuesday, the 26th day of September 2017 at 4:00 p.m. and at any adjournment thereof and to vote on my/our behalf as indicated below.

Please make a mark in the appropriate box to indicate how you wish your vote(s) to be cast on a poll (note 5).

| Ordinary Resolution | | For | Against |
|---------------------|---|-----|---------|
| 1. | (A) To approve the proposed Bonus Issue of Shares on the basis of one bonus share for every four existing shares held on Wednesday, 4 October 2017; (note 6) | | |
| | (B) To approve the Bonus Shares to be allotted and issued to rank <i>pari passu</i> in all respects with the existing issued Shares; (note 6) | | |
| | (C) To authorise the Directors and/or company secretary to arrange for Bonus Shares which would have been issued to the Non-qualifying Shareholders to be sold in the market; (note 6) and | | |
| | (D) To approve the Directors and/or company secretary to do all acts and things as may be necessary and expedient in connection with the Bonus Issue and/or the issue of the Bonus Shares. (note 6) | | |

Date _____

Signature (note 7): _____

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 registered in your name(s) to which the proxy relates. If no number is inserted, this proxy form will be deemed to relate to all the Shares in the share capital of the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out the words "the Chairman of the Extraordinary General Meeting or" and insert the name and address of the proxy desired in the space provided. **IF YOU DO NOT STRIKE OUT THE WORDS "THE CHAIRMAN OF THE EXTRAORDINARY GENERAL MEETING OR" AND YOUR PROXY HAS NOT ATTENDED THE EXTRAORDINARY GENERAL MEETING OR IF NO NAME IS INSERTED, THE CHAIRMAN OF THE EXTRAORDINARY GENERAL MEETING WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- Any member entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint in written form one or more proxies to attend and vote instead of him. A proxy need not be a member of the Company but must attend the Extraordinary General Meeting in person to represent you.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION SET OUT ABOVE, 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 the appropriate box will entitle your proxy to cast his votes on the resolution at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Extraordinary General Meeting other than those referred to in the notice convening the Extraordinary General Meeting.
- The description of the resolution in this form is by way of summary only. Please refer to the notice of the Extraordinary General Meeting dated 7 September 2017 convening the Extraordinary General Meeting for the full text of the resolutions.
- This proxy form must be signed by you or your attorney duly authorised in writing or in the case of a corporation must be either under its common seal or under the hand of an officer or attorney duly authorised.
- Where there are joint registered holders of Shares, any one of such joint holders may vote at the Extraordinary General Meeting, either personally or by proxy, in respect of such Shares as if he/she were solely entitled thereto; but if more than one of such joint holders are present at the Extraordinary General Meeting personally or by proxy, then one of the said persons so present whose name stands first on the register of members of the Company in respect of such Shares shall alone be entitled to vote in respect thereof.
- To be valid, this proxy form, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof, must be deposited at Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong (the "Share Registrar") at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time of the Extraordinary General Meeting or any adjournment thereof.
- Completion and return of the proxy form will not preclude you from attending and voting in person at the Extraordinary General Meeting or any adjournment thereof if you so wish.

PERSONAL INFORMATION COLLECTION STATEMENT

- "Personal Data" in this statement has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- Your Personal Data is supplied to the Company on a voluntary basis. Failure to provide sufficient information may render the Company not able to process your instructions and/or request as stated in this proxy form.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, the Share Registrar and/or other companies or bodies for any of the stated purposes and retained for such period as may be necessary for verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing and sent to the Personal Data Privacy Officer of the Share Registrar.