



FSE SERVICES GROUP LIMITED

豐盛服務集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 331)

PROXY FORM

Proxy form for use by shareholders at the extraordinary general meeting to be held on Friday, 6 December 2019 at 11:30 a.m. (or as soon thereafter as the annual general meeting convened to be held at 11:00 a.m. on the same day shall have been concluded or adjourned)

I/We (note 1) _____
of _____ being the registered holder(s)
of (note 2) _____ shares (the "Shares") of HK\$0.10 each in the capital of FSE Services Group Limited (the "Company"), HEREBY APPOINT (note 3) _____

of _____
or failing him, the Chairman of the extraordinary general meeting of the Company (the "Meeting"), as my/our proxy to attend on my/our behalf at the Meeting to be held at 17th Floor, Chevalier Commercial Centre, 8 Wang Hoi Road, Kowloon Bay, Kowloon, Hong Kong on Friday, 6 December 2019 at 11:30 a.m. (or as soon thereafter as the annual general meeting convened to be held at 11:00 a.m. on the same day shall have been concluded or adjourned) for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting and at the Meeting (or at any adjournment thereof) to vote for me/us on my/our behalf in respect of the resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS*		FOR (note 4)	AGAINST (note 4)
1.	Subject to and conditional upon the passing of ordinary resolution No.2 set out in the notice convening the Meeting, to consider and approve: (a) ratify and confirm the Sale and Purchase Agreement, as amended and supplemented by the Supplemental Deed; and (b) subject to and conditional upon completion of the Proposed Acquisition in accordance with the terms of the Sale and Purchase Agreement (as amended and supplemented by the Supplemental Deed), the Consideration Issue.		
2.	Subject to and conditional upon the passing of ordinary resolution No.1 set out in the notice convening the Meeting, to consider and approve: (a) the re-designation of the authorised share capital of the Company into HK\$100,000,000 divided into 900,000,000 ordinary shares of par value of HK\$0.10 each, and 100,000,000 Convertible Securities of par value of HK\$0.10; (b) the issue of Convertible Securities; and (c) the allotment and issue of such number of Ordinary Shares by director of the company as may be allotted and issued upon the exercise of the conversion rights attaching to the Convertible Securities.		

* The full text of each of the resolutions is set out in the notice of the Meeting.

Dated this _____ day of _____, 2019. Signature (note 5): _____

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). If no number is inserted, this proxy form will be deemed to relate to all the Shares registered in your name(s).
- Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PUT A TICK ("✓") IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PUT A ("✓") IN THE BOX MARKED "AGAINST".** Failure to do so will entitle your proxy to cast his vote at his discretion. 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.
- 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 in that behalf.
- Where there are joint registered holders of any Shares, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such Shares as if he was solely entitled thereof, but if more than one of such joint holders be present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such Shares shall alone be entitled to vote in respect thereof.
- In order to be valid, this proxy form, together with the power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time fixed for holding the Meeting or at any adjournment thereof (as the case may be).
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and delivery of the proxy form will not preclude you from attending and voting at the Meeting if you so wish, but the authority of your proxy will be invalid forthwith.

PERSONAL INFORMATION COLLECTION STATEMENT

- "Personal Data" in these statements has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (the "PDPO").
- Your supply of Personal Data to the Company is on a voluntary basis. Failure to provide sufficient information may result in the Company not being able to process your appointment of proxy and instructions.
- Your Personal Data will not be transferred to other third parties (other than the Company's share registrar) unless it is a requirement to do so by law, for example, in response to a court order or a law enforcement agency's request and will be retained for such period as may be necessary for our 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 addressed to the Personal Data Privacy Officer of Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong.