



On Real International Holdings Limited

安悅國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8245)

PROXY FORM FOR THE EXTRAORDINARY GENERAL MEETING

I/We ⁽¹⁾ _____
of _____
being the registered holder(s) of ⁽²⁾ _____ shares of HK\$0.00125 each in the capital of On Real International Holdings Limited 安悅國際控股有限公司 (the “Company”) hereby appoint the Chairman of the extraordinary general meeting of the Company (“Meeting”), or ⁽³⁾ _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the Meeting (and at any adjournment thereof) to be held at Unit 1103-06, China Building, 29 Queen’s Road Central, Hong Kong on Tuesday, 4 February 2020, at 10:00 a.m. and to vote in respect of the following resolutions as indicated below ⁽⁴⁾:

| | ORDINARY RESOLUTIONS | FOR ⁽⁴⁾ | AGAINST ⁽⁴⁾ |
|----|---|--------------------|------------------------|
| 1. | To approve the Share Consolidation of every ten (10) issued and unissued ordinary shares of HK\$0.00125 each in the share capital of the Company into one (1) share of HK\$0.0125 each in the share capital of the Company. | | |
| 2. | To approve the Authorised Share Capital Increase of the Company from HK\$7,800,000 to HK\$39,000,000. | | |

Dated _____

Signature ⁽⁵⁾⁽⁶⁾⁽⁷⁾⁽⁸⁾ _____

Notes:

1. Full name(s) and address(es) to be inserted in block capitals. The name of all joint holders should be stated.
2. Please insert the number of shares registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
3. If you wish to appoint a proxy other than the Chairman of the Meeting, please strike out “the Chairman of the Meeting” and insert the name and address of the person you wish to appoint in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT. A proxy need not be a member of the Company.**
4. **IMPORTANT:** If you wish to vote for any resolution, please indicate with a “✓” in the appropriate space marked “For” beside the resolution. If you wish to vote against any resolution, please indicate with a “✓” in the appropriate space marked “Against” beside the resolution. In the absence of any such indication, the proxy will vote for or against the resolution or will abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
5. In the case of joint shareholders, the vote of the senior who renders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of other joint holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members.
6. The form of proxy must be signed by you or your attorney duly authorised in writing. In the case of a corporation, this form must be executed under seal or under the hand of an officer or attorney duly authorised.
7. To be valid, this form of proxy 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, Boardroom Share Registrars (HK) Limited, Room 2103B, 21/F., 148 Electric Road, North Point, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for the Meeting or any adjournment thereof.
8. Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish and in such event, the proxy shall be deemed to be revoked.
9. The full text of resolutions 1 and 2 are set out in the Notice of the Extraordinary General Meeting.
10. In the event of any inconsistency, the English text of this proxy form shall prevail over the Chinese text.

PERSONAL INFORMATION COLLECTION STATEMENT

- (i) “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”).
- (ii) 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.
- (iii) Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, the Branch Share Registrar in Hong Kong, 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.
- (iv) 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 Branch Share Registrar (address set out in note 7 above).