



# PYI Corporation Limited

(Incorporated in Bermuda with limited liability)

(Stock code: 498)

## FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING TO BE HELD ON FRIDAY, 5 SEPTEMBER 2014 AT 10:30 A.M.

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_,  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ shares of HK\$0.10 each  
in the capital of PYI Corporation Limited ("PYI"), hereby appoint <sup>(Note 3)</sup> the Chairman of the Meeting or, failing  
him, \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of PYI to  
be held at Regus Conference Centre, 35th Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on  
Friday, 5 September 2014 at 10:30 a.m. (the "Meeting") and at any adjournment thereof on the  
undermentioned resolutions as indicated <sup>(Note 4)</sup>:

ORDINARY RESOLUTIONS		FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>
1.	To receive, consider and adopt the audited financial statements and the reports of the directors and the independent auditor for the year ended 31 March 2014		
2.	To declare a final dividend for the year ended 31 March 2014		
3.	(A) To re-elect Mr Chan Yiu Lun, Alan as director		
	(B) To fix the directors' remuneration		
4.	To re-appoint auditor and to authorise the board of directors to fix its remuneration		
5.#	(A) To grant an unconditional mandate to the directors to issue shares		
	(B) To grant an unconditional mandate to the directors to repurchase shares		
	(C) To extend the share issue mandate granted to the directors		
<b>SPECIAL RESOLUTION</b>			
6.#	To amend the bye-laws of PYI		

# The full text of each of the relevant resolutions is set out in the notice of the Meeting dated 25 July 2014.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2014 Signature <sup>(Note 5)</sup> \_\_\_\_\_

### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of PYI registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, delete the words "the Chairman of the Meeting" and insert the name and address of the proxy desired in the space provided. **Any alteration made to this form of proxy must be duly initialled by the person who signs it.**
- Please indicate with a "✓" in the appropriate space beside each resolution how you wish the proxy to vote on your behalf. If this form of proxy is returned duly signed, but without any indication as to how your proxy should vote, the proxy may vote for or against the resolution or may abstain at his discretion. Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the Meeting and/or at any adjournment thereof other than those referred to in the notice convening the Meeting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its seal or under the hand of an officer or attorney or other person authorised to sign the same.
- Where there are joint holders of any share, any one of such joint holders may vote at the Meeting, either in person or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such joint holders be present at the Meeting, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority is determined by the order in which the names stand in the register of members in respect of the joint holding.
- To be valid, this form of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarized copy of that power or authority, must be deposited at the principal place of business of PYI in Hong Kong at 33rd Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjourned meeting.
- The proxy need not be a shareholder of PYI.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting, and in such event, this form of proxy shall be deemed to be revoked.
- The Chinese translation of this form of proxy is for reference only and in case of any inconsistency, the English version shall prevail.