



FAR EAST HOTELS AND ENTERTAINMENT LIMITED

遠東酒店實業有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 0037)

Form of proxy

For use in connection with the Annual General Meeting to be held on 31 August 2015

I/We⁽¹⁾ _____
of _____
being the registered holder(s) of _____ shares ("Shares")⁽²⁾
in the capital of Far East Hotels and Entertainment Limited (the "Company"), HEREBY APPOINT THE CHAIRMAN OF THE MEETING⁽³⁾, or _____
of _____
as my/our proxy to attend the annual general meeting of the Company (the "AGM") (or its adjournment) to be held at the Conference Room, 2/F, Cheung Chau Warwick Hotel, East Bay, Cheung Chau, Hong Kong on Monday, 31 August 2015 at 3:00 p.m. for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the AGM and at such AGM to vote for me/us and on my/our behalf in respect of the resolutions as indicated below. My/our proxy will also be entitled to vote on any matter properly put to the AGM in such manner as he/she thinks fit.

ORDINARY RESOLUTIONS		FOR ⁽⁴⁾	AGAINST ⁽⁴⁾
1.	To receive the audited consolidated financial statements of the Company and its subsidiaries (the "Group") and the reports of the directors and independent auditor of the Company for the year ended 31 March 2015		
2.	To re-elect the retiring directors of the Company:		
	(a) Mr. Derek Chiu as an executive director		
	(b) Mr. Ip Shing Hing as an independent non-executive director		
3.	To authorize the board of directors of the Company (the "Board") to fix the remuneration of the directors for the year ending 31 March 2016 (the "Year 2016")		
4.	To re-appoint Deloitte Touche Tohmatsu as the independent auditor of the Company in respect of the consolidated financial statements of the Group for Year 2016 and to authorize the Board to fix the remuneration of the independent auditor		
5.	To grant a general mandate to issue Shares*		
6.	To grant a general mandate to buy back Shares*		
7.	To extend the general mandate to issue Shares by adding the Shares bought back thereto*		

* For the full text of the proposed resolution, please refer to the notice convening the AGM as contained in the Company's circular dated 30 July 2015

Dated this _____ day of _____ 2015 Signature⁽⁷⁾: _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. 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 registered in your name(s).
3. If any proxy other than the Chairman of the AGM is preferred, strike out the "THE CHAIRMAN OF THE MEETING, or" and insert the name and address of the proxy desired in the space provided. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK IN THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK IN THE APPROPRIATE BOX MARKED "AGAINST".** Failure to complete any or all the boxes 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 AGM other than those referred to in the notice convening the AGM.
5. 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 notarially certified copy of such power of authority must be lodged with the Company's registered office at Suite 1902, 19th Floor, The Sun's Group Centre, 200 Gloucester Road, Wanchai, Hong Kong in accordance with the instructions printed thereon not later than 48 hours before the time fixed for holding the AGM, if you do not intend to be present at the AGM. Completion and return of the form of proxy will not preclude you from attending the AGM or its adjourned meeting (as the case may be) and voting in person should you so wish.
6. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of other joint holder(s), and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company.
7. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of any officer or attorney or other person duly authorized.
8. Any member entitled to attend and vote at the AGM is entitled to appoint one (or, if he/she holds two or more Shares, more than one) proxy to attend and, on a poll, vote instead of him/her. The proxy need not be a member of the Company but must attend the AGM in person to represent you.