



KTL International Holdings Group Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 442)

FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING

I/We⁽¹⁾ _____
of _____

being the registered holder(s) of⁽²⁾ _____ shares
of HK\$0.01 each (the "Share") in the capital of KTL International Holdings Group Limited
(the "Company"), hereby appoint the Chairman of the extraordinary general meeting (the "Meeting")^(3 and 4)

or _____

of _____
as my/our proxy to act for me/us at the Meeting of the Company to be held at 10:00 a.m. on Thursday, 22 October 2015
at Unit 1207, Fu Hang Industrial Building, 1 Hok Yuen Street East, Hunghom, Kowloon, Hong Kong for the purpose of
considering and, if thought fit, passing the resolution set out in the notice convening the Meeting and at the Meeting, and
at any adjournment thereof, to vote for me/us in my/our name(s) as indicated below in respect of such resolution and, if
no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION ⁽⁵⁾		FOR ⁽⁶⁾	AGAINST ⁽⁶⁾
1.	To approve the share subdivision of each of the issued and unissued shares of the Company of HK\$0.01 each in the share capital of the Company into two (2) subdivided shares of HK\$0.005 each.		

Date: _____ Shareholder's signature⁽⁷⁾: _____

Notes:

1. Full name(s) and address(es) to be inserted in BLOCK CAPITALS. The names of all joint holders should be stated.
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 such Shares registered in your name(s).
3. Any Shareholder entitled to attend and vote at the Meeting is entitled to appoint another person as his/her proxy and vote instead of him. A proxy need not be a shareholder of the Company, but must attend the Meeting in person to represent you.
4. If any proxy other than the Chairman of the Meeting is preferred, please strike out the words "the Chairman of the extraordinary general meeting (the "Meeting") or" and insert the name and address of the proxy desired in the space provided. If you do not strike out such words and your proxy does not attend the Meeting or if no name is inserted, the Chairman of the Meeting will act as your proxy.
5. The description of this resolution is by way of summary only. The full text appears in the notice convening the Meeting.
6. **IMPORTANT:** If you wish to vote for or against the resolution, please place a "✓" in the box marked "FOR" or the box marked "AGAINST" as appropriate. Failure to complete a box will entitle your proxy to cast your vote(s) or 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 other than that referred to in the notice convening the Meeting.
7. 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 duly authorised to sign the same.
8. Where there are joint registered 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 Shares as if he were solely entitled thereto, but if more than one of such joint holders are present at the Meeting in person or by proxy, then 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.
9. ANY ALTERATIONS MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.
10. In order to be valid, this form of proxy and the power of attorney or other authority, if any, under which it is signed or a certified copy of such power of attorney or authority, must be deposited at the transfer office of the Company's Hong Kong share registrar, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the Meeting or any adjournment thereof. Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting or any adjournment thereof should you so wish.
11. The resolution as set out above will be determined by way of a poll.