



**ROMA**  
**ROMA GROUP LIMITED**

**羅馬集團有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 8072)**

**FORM OF PROXY**

**For the proxy for use at the extraordinary general meeting to be held at Unit 3806, 38th Floor, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong at 8:00 a.m. on Monday, 24 November 2014 (or any adjournment thereof)**

I/We <sup>note a</sup> \_\_\_\_\_  
of \_\_\_\_\_,  
being the registered holder(s) of <sup>note b</sup> \_\_\_\_\_ ordinary  
shares of HK\$0.001 each in the capital of Roma Group Limited (the “Company”), HEREBY APPOINT THE  
CHAIRMAN OF THE MEETING, or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy <sup>note c</sup> to attend for me/us and on my/our behalf at the extraordinary general meeting of the Company (the  
“EGM”) to be held at 8:00 a.m. on Monday, 24 November 2014 at Unit 3806, 38th Floor, China Resources Building, 26  
Harbour Road, Wanchai, Hong Kong (and at its adjournment) for the purpose of considering and, if thought fit, passing the  
resolution as set out in the notice convening the EGM (the “Notice”) and at such meeting (or at its adjournment) to vote  
for me/us and in my/our name(s) in respect of the resolution as hereunder indicated or, if no such indication is given, as  
my/our proxy thinks fit <sup>note d</sup>.

ORDINARY RESOLUTION	FOR	AGAINST
To approve the share consolidation*.		

\* The full text of the resolution is set out in the Notice.

Date: \_\_\_\_\_ 2014

Shareholder’s signature: \_\_\_\_\_ <sup>notes e, f, g and h</sup>

Notes:

- a. Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
- b. 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 in the capital of the Company registered in your name(s).
- c. A proxy need not be a member of the Company (the “Member”). If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words “THE CHAIRMAN OF THE MEETING, or” and insert the name and address of the person appointed proxy in the space provided.
- d. If you wish to vote for the resolution set out above, please tick (“√”) the box marked “For” against such resolution. If you wish to vote against a resolution, please tick (“√”) the box marked “Against” against such resolution. If the form returned is duly signed but without specific direction on the proposed resolution, the proxy will vote or abstain at his/her discretion in respect of the resolution. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the EGM other than that set out in the Notice.
- e. In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the EGM, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- f. This form of proxy must be signed by a Member, or his/her attorney duly authorised in writing, or if the Member is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- g. To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the offices of the Company’s Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 48 hours before the time of the EGM or its adjournment.
- h. Any alteration made to this form should be initialled by the person who signs it.
- i. Completion and return of this form of proxy will not preclude you from attending and voting in person at the EGM or its adjournment if you so wish.
- j. A Member or his/her/its proxy should produce proof of identity when attending the EGM. If a corporate Member appoints its representative to attend the EGM, such representative should produce proof of identity and a copy of the resolution of the board of directors or other governing body of that Member appointing such representative to attend the EGM.

\* For identification purpose only