

SHARE ECONOMY GROUP LIMITED (共享經濟集團有限公司)

(Formerly known as Vitop Group Limited 天年集團有限公司*)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1178)

FORM OF PROXY

Proxy Form for use at the Extraordinary General Meeting to be held on Friday, 16 December 2016 at 11:00 a.m. (or any adjournment thereof)

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____
share(s) (“Shares”) of HK\$0.025 each in the share capital of Share Economy Group Limited (formerly known as Vitop Group Limited) (the “Company”) hereby appoint the Chairman of the Extraordinary General Meeting of the Company (the “EGM”) or ^(Note 3) _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the EGM to be held at Huashan Room, Level 5, Island Shangri-la, Hong Kong, Pacific Place, Supreme Court Road, Central, Hong Kong on Friday, 16 December 2016 at 11:00 a.m. (or any adjournment thereof) on the undermentioned resolution as indicated, and, if no such indication is given, as my/our proxy thinks fit:

	ORDINARY RESOLUTION	For ^(Note 4)	Against ^(Note 4)
1.	(a) To approve, confirm and ratify the subscription agreement dated 28 October 2016 (the “Subscription Agreement”) and the transactions contemplated thereunder; (b) To authorise any director of the Company (the “Director”) to do such acts and things and take such steps he may consider necessary to give effect to or in connection with the Subscription Agreement and any transactions contemplated thereunder; and (c) To grant a specific mandate to the Directors to allot and issue shares in accordance with the terms and conditions of the Subscription Agreement.		

Dated this _____ day of _____ 2016 Signature(s) _____ ^(Notes 5 to 10)

Notes:

- Full name(s) and address(es) are to be inserted in BLOCK CAPITAL LETTERS. The names of all joint registered holders should be stated.
- 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 share capital of the Company registered in your name(s).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the chairman of the EGM as your proxy, please delete the words “the Chairman of the Extraordinary General Meeting of the Company (the “EGM”) or” and insert the name and address of the person appointed in the space provided. A member of the Company entitled to attend and vote at the EGM is entitled to appoint in written form one or, if he is the holder of two or more Shares, more proxies to attend and vote instead of him.
- If you wish to vote for the resolution set out above, please tick (“✓”) the box marked “For”. If you wish to vote against the resolution set out above, please tick (“✓”) the box marked “Against”. If you wish to vote only part of the number of Shares in respect of which the proxy is so appointed, please state the exact number of Shares in lieu of tick (“✓”) in the relevant box. 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. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the EGM other than that referred to in the notice convening the EGM.
- In the case of joint holders of Shares, any one of such joint holders may vote, either in person or by proxy, in respect of such Shares as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the EGM personally or by proxy, then one of the said persons so present whose name stands first on the register of members of members in respect of such Shares shall alone be entitled to vote in respect thereof.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- In order to be valid, the form of proxy must be deposited with the Company’s branch share registrar and transfer office in Hong Kong, Union Registrars Limited at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong (together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof) not less than 48 hours before the time fixed for holding of the EGM or any adjournment thereof.
- Completion and delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the EGM or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- Any alteration made to this form should be initialled by the person(s) who sign(s) the form.
- The full text of the resolution is set out in the notice convening the EGM.

* For identification purpose only