



OURGAME INTERNATIONAL HOLDINGS LIMITED

聯眾國際控股有限公司*

(a company incorporated under the laws of the Cayman Islands with limited liability)

(Stock code: 6899)

PROXY FORM

Form of proxy for use at the annual general meeting of Ourgame International Holdings Limited to be held in the Conference Room, 16th Floor, Tower B Fairmont, No. 1 Building, 33# Community, Guangshun North Street, Chaoyang District, Beijing, China on Friday, 19 May 2017 at 10:00 a.m. (the "Meeting").

I/We,¹ _____
of _____
being the registered holder(s) of _____ shares of
US\$0.00005 each in the capital of the above-named company (the "Company"), hereby appoint³ 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 the Company to be held in the Conference
Room, 16th Floor, Tower B Fairmont, No. 1 Building, 33# Community, Guangshun North Street, Chaoyang District, Beijing, China on Friday, 19
May 2017 at 10:00 a.m. and at any adjournment thereof on the undermentioned resolutions as indicated:

ORDINARY RESOLUTIONS		For ⁴	Against ⁴
1.	To receive the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 31 December 2016.		
2(a).	To re-elect Mr. Ge Xuan as an independent non-executive director of the Company.		
2(b).	To re-elect Mr. Lu Zhong as an independent non-executive director of the Company.		
2(c).	To re-elect Mr. Cheung Chung Yan David as an independent non-executive director of the Company.		
3.	To authorize the board of directors of the Company to fix the respective directors' remuneration.		
4.	To re-appoint Grant Thornton Hong Kong Limited as the auditors of the Company and to authorize the board of directors of the Company to fix its remuneration.		
5.	To grant a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the number of issued shares of the Company as at the date of passing of this resolution.		
6.	To grant a general mandate to the directors of the Company to allot, issue and deal with new shares of the Company not exceeding 20% of the number of the issued shares of the Company as at the date of passing of this resolution.		
7.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with new shares of the Company by the number of issued shares repurchased by the Company.		
8.	To adopt the share award scheme in accordance with the rules of the share award scheme.		
9.	To grant a mandate to the directors of the Company to allot, issue, procure the transfer of and otherwise deal with up to 23,607,701 shares, representing approximately 3% of the total number of issued shares of the Company.		
10.	To approve the vesting periods of the Affected Share Options granted to each of Mr. Yang Eric Qing and Mr. Ng Kwok Leung Frank with a vesting period on or before 1 July 2018 be amended to start on 1 July 2018, provided that (a) such amendment shall not take effect upon the occurrence of one of the Affected Share Option Vesting Events; and (b) such modification and/or amendment is effected in accordance with the provisions of the Share Option Scheme and/or the Management Pre-IPO Share Option Scheme relating to modification and/or amendment and the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.		

Dated the _____ day of _____ 2017 Signature ⁵: _____

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 in the Company registered in your name(s).
- (3) If any proxy other than the Chairman 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 initialled by the person(s) who signs it.
- (4) Please indicate with an "✓" in the appropriate space beside each of the resolutions how you wish the proxy to vote on your behalf on a poll.
- (5) 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 common seal or under the hand of an officer or attorney duly authorised.
- (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 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.
- (7) 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 shall be deposited at the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time for holding the Meeting (i.e. before 10:00 a.m. on Wednesday, 17 May 2017) or any adjourned Meeting.
- (8) A proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- (9) The Chairman of the Meeting will demand a poll on each of the resolutions submitted for determination at the Meeting. On a poll, every member present in person or by a duly authorised corporate representative or by proxy shall have one vote for every share held by him/her. The results of the poll will be published on websites of the Company and HKExnews following the Meeting.

* For identification purpose only