

FINSOFT CORPORATION

匯財軟件公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8018)

FORM OF PROXY FOR THE EXTRAORDINARY GENERAL MEETING (“MEETING”) TO BE HELD ON MONDAY, 16 FEBRUARY 2015 (AND ANY ADJOURNMENT THEREOF)

I/We ^(note 1) _____

of _____

being the registered holder(s) of ^(note 2) _____ shares in the capital of Finsoft Corporation (“Company”) **HEREBY APPOINT**^(note 3) _____

of _____

or failing him/her the chairman of the Meeting as my/our proxy to attend on my/our behalf at the Meeting to be held at 5/F, Euro Trade Centre, 13-14 Connaught Road Central, Hong Kong at 11:00 a.m. on Monday, 16 February 2015 and at any adjournment thereof for the purpose of considering and, if thought fit, passing the resolution as set out in the notice convening the Meeting (“Notice”) and at the Meeting (and any adjournment thereof) to vote for me/us and on my/our behalf in respect of the resolution as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit:

Ordinary Resolution ^(note 9)	For ^(note 4)	Against ^(note 4)
To approve the share subdivision of every one (1) ordinary share of HK\$0.001 each in the share capital of the Company be subdivided into two (2) subdivided shares of HK\$0.0005 each		

Dated this _____ day of _____ 2015 Signature(s) ^(note 5): _____

Notes:

1. Full name(s) and address to be inserted in **BLOCK CAPITALS**. The name 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 the shares in the capital of the Company registered in your name(s).
3. A proxy need not be a member of the Company. A member is entitled to appoint a proxy/proxies to attend and vote in his/her stead. If such an appointment is made, you may delete the words “or failing him/her the chairman of the Meeting” and insert the name and address of the person appointed as proxy in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
4. **PLEASE INDICATE WITH** a “✓” in the appropriate space beside each item how you wish the proxy to vote on your behalf. If this form is returned duly signed, but without any such indication, the proxy will vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than that referred to in the Notice.
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 under its common seal or under the hand of an officer or attorney duly authorised. The signature must match the records maintained by Union Registrars Limited, the Company’s branch share registrar and transfer office in Hong Kong.
6. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy or by representative, will be accepted to the exclusion of the votes of the other joint holder(s). For this purpose, seniority is determined by the order in which the names stand in the register of members of the Company 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 thereof must be deposited with the Company’s branch share registrar and transfer office in Hong Kong, Union Registrars Limited at A18/F., Asia Orient Tower, Town Place, 33 Lockhart Road, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting and any adjournment (as the case may be) thereof.
8. Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the Meeting if you so wish, and in such event, the instrument appointing a proxy shall be deemed to be revoked.
9. The description of the resolution is by way of summary only. The full text appears in the notice of the extraordinary general meeting of the Company dated 29 January 2015.