



# Television Broadcasts Limited

## 電視廣播有限公司

(Incorporated in Hong Kong with limited liability)

Stock Code: 00511

### Second Proxy Form for 2015 Annual General Meeting

I/We \_\_\_\_\_  
of \_\_\_\_\_  
being a Member of the above-named Company, hereby appoint \_\_\_\_\_  
of \_\_\_\_\_  
or failing him the Chairman of the meeting as my/our proxy, to attend and to vote on my/our behalf at the Annual General Meeting of Television Broadcasts Limited ("Company") to be held in TVB City, 77 Chun Choi Street, Tseung Kwan O Industrial Estate, Kowloon, Hong Kong on Wednesday, 20 May 2015 at 4:00 p.m. and at any adjournment thereof.

I/We direct that my/our proxy vote on the undermentioned resolutions as indicated:

Ordinary Resolutions		For	Against
1.	To receive and adopt the Audited Financial Statements and the Report of the Directors and the Independent Auditor's Reports for the year ended 31 December 2014		
2.	To declare dividends for the year ended 31 December 2014		
	(i) Final dividend		
	(ii) Special dividend		
3.	To elect the following retiring Directors		
	(i) Mr. Cheong Shin Keong		
	(ii) Dr. William Lo Wing Yan		
	(iii) Professor Caroline Wang Chia-Ling		
	(iv) Dr. Allan Zeman		
	(v) Mr. Thomas Hui To		
4.	To re-elect the following retiring Directors		
	(i) Ms. Mona Fong		
	(ii) Mr. Anthony Lee Hsien Pin		
	(iii) Mr. Chen Wen Chi		
5.	To approve the Chairman's fee		
6.	To approve an increase in Director's fee		
7.	To re-appoint PricewaterhouseCoopers as Auditor and authorise Directors to fix its remuneration		
8.	To grant a general mandate to Directors to issue additional shares		
9.	To grant a general mandate to Directors to repurchase issued shares		
10.	To extend the authority given to the Directors under Resolution (8) to shares repurchased under the authority under Resolution (9)		
11.	To extend the book close period from 30 days to 60 days		
Special Resolution		For	Against
12.	To adopt the new articles of association as the Articles of Association of the Company		

Full text of Resolutions 8, 9, 10, 11 and 12 is set out in the Notice of the Annual General Meeting dated 16 April 2015.

Member's Signature(s)

\_\_\_\_\_

Number of ordinary shares to  
which this proxy relates

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

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Insert the name(s) and address(es) of the proxy(ies) desired in the space provided. Any alteration made to this form of proxy ("Second Proxy Form") must be initialed by the person who signs it. A proxy needs not be a member of the Company.
- If the appointor is a corporation, this Second Proxy Form must be under its common seal or under the hand of an officer or attorney duly authorised in that behalf.
- In the case of joint holders, the proxy must be signed by the member whose name stands first on the Register of Members.
- Important: If you wish to vote for a resolution, place a "✓" in the box marked "For". If you wish to vote against a resolution, place a "✓" in the box marked "Against". Failure to complete the boxes will entitle your proxy to cast his vote at his discretion.**
- To be valid, this Second Proxy Form, together with any power of attorney under which it is signed, must be deposited at Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for holding the Annual General Meeting or any adjournment thereof ("Closing Time").
- IMPORTANT: A SHAREHOLDER OF THE COMPANY ("SHAREHOLDER") WHO HAS ALREADY LODGED THE FORM OF PROXY ("FIRST PROXY FORM"), WHICH WAS SENT TOGETHER WITH THE EXPLANATORY STATEMENT AND THE NOTICE OF AGM OF THE COMPANY DATED 16 APRIL 2015, WITH THE COMPANY'S SHARE REGISTRARS SHOULD NOTE THAT:**
  - If no Second Proxy Form is lodged with the Company's Share Registrars, the First Proxy Form will be treated as a valid proxy form lodged by him/her if correctly completed.** The proxy/proxies so appointed by the Shareholder will be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the Annual General Meeting other than those referred to in the notice convening the Annual General Meeting dated 16 April 2015 and the First Proxy Form including, the resolution for the election of an additional candidate set out in the supplemental explanatory statement of the Company dated 23 April 2015 as a Non-executive Director.
  - If the Second Proxy Form is lodged with the Company's Share Registrars before the Closing Time, the Second Proxy Form will revoke and supersede the First Proxy Form previously lodged by him/her.** The Second Proxy Form will be treated as a valid proxy form lodged by the Shareholder if correctly completed.
  - If the Second Proxy Form is lodged with the Company's Share Registrars after the Closing Time, the Second Proxy Form will be invalid. However, it will revoke the First Proxy Form previously lodged by the Shareholder, and any vote that may be cast by the purported proxy/proxies (whether appointed under the First Proxy Form or the Second Proxy Form) will not be counted in any poll which will be taken on a proposed resolution. Accordingly, Shareholders are advised not to lodge the Second Proxy Form after the Closing Time. If such Shareholders wish to vote at the Annual General Meeting, they will have to attend in person and vote at the Annual General Meeting themselves.**
- Please refer to the Privacy Policy Statement and the Personal Information Collection Statement of the Company which are available on the Company's website (<http://corporate tvb.com/html/privacy.html>) for details of the Company's policy on personal data. Your supply of personal data to the Company is on a voluntary basis. However, the Company may not be able to process your appointment of proxy and instructions if you fail to provide us with sufficient information. Your personal data may be disclosed or transferred by the Company to its subsidiaries, its share registrars, and/or other companies or bodies for the purposes stated in the Privacy Policy Statement and the Personal Information Collection Statement, and retained for such period as may be necessary for our verification and record purposes. You have the right to request access to or correction of your personal data or to request for stop using your personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong). Any such request should be in writing by post to TVB City, 77 Chun Choi Street, Tseung Kwan O Industrial Estate, Kowloon, Hong Kong or by email to [info@tvb.com](mailto:info@tvb.com) and addressed to TVB-Company Secretariat.