



Wai Chi Holdings Company Limited
偉志控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1305)

**PROXY FORM FOR THE EXTRAORDINARY GENERAL MEETING
TO BE HELD ON TUESDAY, 28 DECEMBER 2021**

Number of shares to which this proxy form relates¹

I/We,² _____
of _____,
being registered shareholder(s) in the share capital of Wai Chi Holdings Company Limited, hereby appoint³ _____
of _____
or failing him/her, the Chairman of the meeting as my/our proxy to attend and vote on my/our behalf at the extraordinary general meeting of the Company to be held at 11th Floor, 52 Hung To Road, Kwun Tong, Kowloon, Hong Kong on Tuesday, 28 December 2021 at 11:00 a.m. and at any adjournment of the meeting. I/We direct that my/our vote(s) be cast on the specified resolutions as indicated by an “✓” in the appropriate boxes. In the absence of any indication, the proxy may vote for or against the resolution at his/her own discretion⁴.

Ordinary Resolution	For ⁴	Against ⁴
To approve, confirm and ratify the Agreement and all the transactions in relation to the Acquisition contemplated thereunder and to authorize the directors of the Company to perform all such acts and execute all documents and to take all steps and/or to enter into any transactions, arrangements, contracts, supplemental agreements as they consider necessary, desirable or expedient to effect and implement and/or to give effect to the terms of the Agreement, the Acquisition and the transactions contemplated thereunder and all other matters incidental thereto or in connection therewith, and to make such variations, amendments or waivers which are not material in the context of the entire Acquisition as a whole		

Dated: _____

Signature⁵: _____

Notes:

- 1 If no number is inserted, this form of proxy will be deemed to be related to all the shares of the company registered in your name(s).
- 2 Please insert full name(s) and address(es) in **BLOCK CAPITALS** as shown in the register of members of the Company.
- 3 Please insert the name and address of the proxy. If no name is inserted, the Chairman of the meeting will act as your proxy. A shareholder may appoint one or more proxies to attend the meeting and vote for him. The proxy need not be a member of the Company but must attend the meeting in person to represent you. Any alteration made to this proxy form must be initialled by the person who signs it.
- 4 **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “AGAINST”.** If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his/her discretion or to abstain. Your proxy will also be entitled to vote at his/her discretion or to abstain on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- 5 This form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of its legal representative, director(s) or duly authorised attorney(s) to it.
- 6 In the case of joint holders, any one of such joint holders may vote, either in person or by proxy, at the meeting, but if more than one of the joint holders are present at the meeting, the vote of the senior holder who tenders a vote, either in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose, seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
- 7 Completion and deposit of the form of proxy will not preclude you from attending and voting at the extraordinary general meeting if you so wish.
- 8 To be valid, this completed and signed proxy form and the relevant notarised power of attorney (if any) and other relevant document of authorisation (if any), must be lodged with Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong by not less than 48 hours before the time appointed for the holding of the meeting or any adjournment of it (as the case may be).
- 9 In the light of the ongoing COVID-19 pandemic situation and to safeguard Shareholders’ health and safety, Shareholders are encouraged to consider appointing the Chairman of the meeting as their proxy to vote on the resolution instead of attending the meeting in person.