



NETEL TECHNOLOGY (HOLDINGS) LIMITED

金利通科技(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8256)

FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING (OR AT ANY ADJOURNMENT THEREOF)

I/We ¹ _____ of _____ being the registered holder(s) of ² _____

shares of HK\$0.02 each in the capital of Netel Technology (Holdings) Limited (the "Company"), **HEREBY APPOINT** ³ the Chairman of the Meeting, or _____ of _____

as my/our proxy to act for me/us at the Meeting (or at any adjournment thereof) of the Company to be held at 15/F, Oriental Crystal Commercial Building, 46 Lyndhurst Terrace, Hong Kong on 30 September 2019 at 10:00 a.m. to consider and, if thought fit, pass the resolutions as set out in the notice convening the Meeting and at such Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of such resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

	RESOLUTIONS	FOR ⁴	AGAINST ⁴
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors and the auditors of the Company for the year ended 31 May 2019		
2.	a. To re-elect Mr. Wei Ren as Director of the Company		
	b. To re-elect Ms. Yau Pui Chi, Maria as Director of the Company		
	c. To re-elect Mr. Wong Kwok Fai as independent non-executive directors		
	d. To authorise the board to fix the remuneration of the Directors		
3.	To re-appoint Lau & Au Yeung C.P.A Limited as auditors and authorise the Directors to fix their remuneration		
4.	To give a general mandate to the Directors to allot, issue or otherwise deal with shares not exceeding 20% of the issued share capital of the Company		
5.	To give a general mandate to the Directors to buy back shares of up to 10% of the issued share capital of the Company		
6.	To extend the general mandate to issue shares by the nominal amount of shares bought back under the general mandate granted under resolution 5 above		

Signature ⁵ _____

Dated this _____ day of _____ 2019.

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of shares to which the proxy relates 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).
- If any proxy other than the Chairman of the Meeting is preferred, delete the words "the Chairman of the Meeting, or" and insert the name and address of the proxy desired in the space provided.
- IMPORTANT: IF YOU WISH TO VOTE FOR ONE OR MORE OF THE RESOLUTIONS SET OUT ABOVE, YOU SHOULD TICK THE RELEVANT BOX UNDER THE COLUMN MARKED "FOR". FOR EXAMPLE, IF YOU WISH TO VOTE FOR RESOLUTION NO. 4 SHOWN ON THE NOTICE FOR THE MEETING, TICK IN THE BOX MARKED "✓" UNDER THE COLUMN MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION NO. 4, TICK IN THE BOX MARKED "✓" UNDER THE COLUMN MARKED "AGAINST".** Failure to tick either box will entitle your proxy to cast your vote 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 convening the Meeting.
- 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.
- To be valid, the form of proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or authority, must be deposited at the Company's Hong Kong branch registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or adjourned Meeting.
- Where there are joint holders of any shares of the Company, any one of such joint holders may vote, either in person or by proxy, in respect of such shares as if he was solely entitled thereto, but if more than one of such joint holders be present at the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holder, and for this purpose, seniority shall be determined by the order in which the names stand in the register in respect of the joint holding.
- 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 FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**