



# 宝德科技集团股份有限公司

## POWERLEADER SCIENCE & TECHNOLOGY GROUP LIMITED\*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 8236)

### Proxy Form of Holders of H Shares/Domestic Shares for use at the Extraordinary General Meeting to be held on 3 September 2020

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_  
H shares/domestic shares in Powerleader Science & Technology Group Limited\* (the "Company", together with its subsidiaries, the "Group"),  
HEREBY APPOINT <sup>(Note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him/her <sup>(Note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him, the Chairman of the meeting or any director of the Company as my/our proxy in respect  
of \_\_\_\_\_ <sup>(Note 4)</sup> H shares/domestic shares in the share capital of the Company held by me/us to  
attend and act for me/us at the extraordinary general meeting of the Company to be held on 3 September 2020 at Main Conference Room, 11th  
Floor, Tower C, Shenzhen International Innovation Centre, No. 1006 Shennan Road, Futian District, Shenzhen, the PRC or at any  
adjournment thereof and to vote at such meeting or at any adjournment thereof in respect of the resolutions as hereunder indicated; or if no  
such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS <sup>(Note 5)</sup>	For <sup>(Note 6)</sup>	Against <sup>(Note 6)</sup>	Abstain <sup>(Note 6)</sup>
(1) To approve, confirm and ratify the terms of the Fund Cooperation Framework Agreement, the transactions contemplated thereunder and the relevant proposed annual caps and to authorize directors of the Company to do necessary acts (details of which are set out in the circular of the Company dated 17 August 2020).			
(2) To approve, confirm and ratify the terms of the Guarantee Service Framework Agreement, the transactions contemplated thereunder and the relevant proposed annual caps and to authorize directors of the Company to do necessary acts (details of which are set out in the circular of the Company dated 17 August 2020).			
(3) To approve, confirm and ratify the historical provision of financial assistance by the Company to the Parent Group for each of the two years ended 31 December 2018 and 31 December 2019 respectively and for the period from 1 January 2020 to 30 June 2020 (details of which are set out in the circular of the Company dated 17 August 2020).			
(4) To approve, confirm and ratify the historical payment of guarantee fees by the Group to Powerleader Holdings for each of the two years ended 31 December 2018 and 31 December 2019 respectively and for the period from 1 January 2020 to 30 June 2020 (details of which are set out in the circular of the Company dated 17 August 2020).			

Date: \_\_\_\_\_, 2020

Signature(s) <sup>(Note 7)</sup>: \_\_\_\_\_

**Notes:**

- Please insert full name(s) and address(es) (as shown in the register of members) in BLOCK CAPITALS.
- Please insert the number of all the shares in the Company registered in your name(s) and delete as appropriate.
- Please insert the name and address of the proxy desired. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY. The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Please indicate clearly the number of shares in the Company registered in your name(s) in respect of which the proxy is so appointed. If no such number is inserted, the proxy is deemed to be appointed in respect of all the shares in the Company registered in your name(s).
- The full text of each of the ordinary resolutions are set out in the Notice of Extraordinary General Meeting of the Company dated 17 August 2020 which is sent to the shareholders of the Company together with this proxy form.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, TICK IN THE BOX MARKED "ABSTAIN". Any abstained vote or waiver to vote shall be disregarded as voting rights for the purpose of calculating the result of that resolution. If you wish to vote only part of the number of H shares/domestic shares in respect of which the proxy is so appointed, please state the exact number of shares in lieu of tick in the relevant box. Failure to tick or state the exact number of shares in any box will entitle your proxy to cast your vote at his/her discretion.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation or institution, either under the common seal or under the hand of any director or attorney duly authorised in writing.
- To be valid, this proxy form and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarised certified copy of that power of attorney or other authority, must be deposited, for holders of H shares of the Company at the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 24 hours before the time appointed for the holding of the meeting or any adjournment thereof, and for holders of domestic shares of the Company to the registered office address of the Company at 11th Floor, Tower C, Shenzhen International Innovation Centre (Futian Technology Square), No. 1006 Shennan Road, Xintian Community, Huafu Sub-district, Futian District, Shenzhen, PRC not less than 24 hours before the time appointed for holding the meeting or any adjournment thereof.

\* For identification purposes only