

WT GROUP HOLDINGS LIMITED

WT 集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8422)

FORM OF PROXY

Form of proxy for use by shareholders at the extraordinary general meeting (the “EGM”) of WT Group Holdings Limited (the “Company”) to be convened at Flat A, 8/F., Evernew Commercial Centre, 33 Pine Street, Tai Kok Tsui, Kowloon, Hong Kong at 10:00 a.m. on Friday, 8 April 2022 or any adjournment thereof

I/We⁽¹⁾, _____ of _____ being the registered holder(s) of⁽²⁾ _____ shares of HK\$0.01 each in the share capital of the Company, hereby appoint⁽³⁾ the chairman of the EGM, or⁽³⁾ _____ of _____ as my/our proxy to attend and vote for me/us and on my/our behalf at the EGM in respect of the resolution set out in the notice convening the EGM as hereunder indicated and, if no such indication is given, as my/our proxy thinks fit and in respect of any other resolution that may properly come before the EGM and/or at any adjournment thereto:

ORDINARY RESOLUTION [#]		FOR ⁽⁴⁾	AGAINST ⁽⁴⁾
1.	To approve the Share Consolidation		

[#] The full text is set out in the notice convening the EGM.

Dated this _____ day of _____ 2022 Signature⁽⁵⁾ _____

Notes:

- (1) Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names 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 of the Company registered in your name(s).
- (3) If any proxy other than the chairman of the EGM is preferred, delete the words “the chairman of the EGM, or” and insert the name and address of the proxy desired in the space provided. A shareholder of the Company who is the holder of two or more shares of the Company may appoint more than one proxy to attend and vote on his/her/its behalf at the EGM provided that if more than one proxy is so appointed, the appointment shall specify the number of shares of the Company in respect of which each such proxy is so appointed. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE EGM WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE DULY INITIALED BY THE PERSON WHO SIGNS IT.** However, given the special arrangements adopted by the Company as set out in the section headed “Special Arrangements for the Extraordinary General Meeting” of the circular of the Company dated 18 March 2022, all shareholders (other than those who are required to attend the EGM physically to form a quorate meeting) who wish to vote at the EGM shall appoint the Chairman of the EGM as their proxy to exercise their right to vote at the EGM in accordance with their instructions.
- (4) Please indicate with a “✓” in the appropriate space beside the resolution how you wish the proxy to vote on your behalf. If this form of proxy is returned duly signed, but without any indication as to how your proxy should vote, the proxy may vote for or against the resolution or may abstain at this discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution(s) properly put to the EGM other than those referred to in the notice convening the EGM.
- (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 either under its common seal or under the hand of an officer or attorney or person authorised.
- (6) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. For the 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 a power of attorney or other authority (if any) under which it is signed, or a certified copy of that power or authority, must be deposited at the Company’s branch share registrar in Hong Kong, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof.
- (8) The proxy needs not be a member of the Company but must attend the EGM in person to represent you.
- (9) Completion and return of this form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof if you so wish. However, given the special arrangements adopted by the Company as set out in the section headed “Special Arrangements for the Extraordinary General Meeting” of the circular of the Company dated 18 March 2022, all shareholders (other than those who are required to attend the EGM physically to form a quorate meeting) who wish to vote at the EGM shall appoint the Chairman of the EGM as their proxy to exercise their right to vote at the EGM in accordance with their instructions.
- (10) Pursuant to Rule 17.47(4) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited, any vote of shareholders at a general meeting must be taken by poll except where the chairman of the meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands.

PERSONAL INFORMATION COLLECTION STATEMENT

- (i) “Personal Data” in this statement has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”).
- (ii) Your supply of Personal Data to the Company is on a voluntary basis. If you fail to provide sufficient information, the Company may not be able to process your appointment of proxy and other instructions.
- (iii) Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its share registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for the Company’s verification and record purposes.
- (iv) You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing to the Personal Data Privacy Officer of Union Registrars Limited.