



Million Stars

MILLION STARS HOLDINGS LIMITED

萬星控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8093)

Form of Proxy for the Annual General Meeting to be held on Thursday, 16 November 2023 at 11 a.m. and any adjournment thereof

I/We ^(note a) _____
of _____
being the registered holder(s) of _____ ^(note b) shares of HK\$0.01 each in the capital of **Million Stars Holdings Limited** (the “**Company**”) hereby appoint _____
of _____
or failing him/her, the chairman of the annual general meeting (the “**Meeting**”) of the Company, to act as my/our proxy ^(note c) to attend the Meeting to be held at Room 720, 7/F, Tower A, New Mandarin Plaza, 14 Science Museum Road, Tsim Sha Tsui East, Kowloon, Hong Kong on Thursday, 16 November 2023 at 11 a.m. (and at any adjournment thereof, as the case may be) for the purpose of considering, and if thought fit, passing the resolutions as set out in the notice (the “**Notice**”) convening the Meeting and at such Meeting (and at any adjournment thereof, as the case may be) to vote for me/us on my/our behalf in respect of the ordinary resolutions as directed below, or, if no such indication is given, as my/our proxy thinks fit.

Please make a mark (✓) in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll ^(note d).

ORDINARY RESOLUTIONS [#]		FOR	AGAINST
1.	To receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and independent auditors of the Company for the year ended 30 June 2022.		
2.	To receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and independent auditors of the Company for the year ended 30 June 2023.		
3.	(a) To re-elect Mr. Zhu Yongjun as an executive Director;		
	(b) To re-elect Mr. Chen Ce as an independent non-executive Director; and		
	(c) To re-elect Ms. Jiang Ying as an independent non-executive Director.		
4.	To authorise the board of directors to fix the directors’ remuneration.		
5.	To re-appoint Prism Hong Kong and Shanghai Limited as the Company’s independent auditors and authorise the board of directors to fix their remuneration.		
6.	To grant a general mandate to the directors of the Company to allot, issue and otherwise deal with the Company’s shares. [#]		
7.	To grant a general mandate to the directors of the Company to repurchase the Company’s shares. [#]		
8.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with the Company’s shares by the addition thereto the number of the shares repurchased by the Company. [#]		

[#] Full text of the resolutions are set out in the Notice.

Shareholder’s signature: _____ ^(notes e, f, g and h)

Date: _____ 2023

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- 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 in the capital of the Company registered in your name(s).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the chairman of the Meeting as your proxy, please delete the words “or failing him/her, the chairman of the annual general meeting (the “**Meeting**”) of the Company” and insert the name and address of the person appointed proxy in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick (“✓”) the boxes marked “For”. If you wish to vote against any of the resolutions, please tick (“✓”) the boxes marked “Against”.** If this form of proxy returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his/her discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his/her discretion. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those set out in the Notice or any adjournment thereof.
- In the case of joint holders, this form of proxy may be signed by any joint holder, any one of such joint holders may vote, either in person or by proxy, in respect of such Shares as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the above meeting, personally or by proxy, that one of the said persons so present whose name stands first in the register of members of the Company in respect of such Shares shall alone be entitled to vote in respect thereof.
- This form of proxy must be signed by a shareholder, or his/her attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the Company’s Hong Kong branch share registrar and transfer office, Union Registrars Limited, 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 fixed for holding the Meeting or any adjournment thereof.
- Any alteration made to this form of proxy should be initialed by the person who signs the form of proxy.

PERSONAL INFORMATION COLLECTION STATEMENT

- In this statement, “Personal Data” has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“**PDPO**”).
- Your supply of Personal Data to the Company is on a voluntary basis. Your Personal Data may be used by the Company or be transferred to the Company’s Hong Kong branch share registrar and transfer office for processing your appointment of proxy and instructions, and will be retained for such period as may be necessary for our verification and record purposes.
- 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 and addressed to Union Registrars Limited at the above address.