



UNIVERSAL STAR (HOLDINGS) LIMITED

星宇(控股)有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 2346)

Revised form of proxy for use at the annual general meeting to be held on Wednesday, 30 June 2021 (or at any adjournment thereof)

I/We ^I, _____
of _____
being the registered holder(s) of _____ shares ^{II} of HK\$0.1 each in the capital of Universal Star (Holdings) Limited (the "Company"), HEREBY APPOINT ^{III} the chairman of the Meeting or _____
of _____
as my/our proxy to act for me/us at the annual general meeting (the "Meeting") of the Company to be held at Conference Room 2, Room 5906-5912, 59th Floor, The Center, 99 Queen's Road Central, Central, Hong Kong on Wednesday, 30 June 2021 at 3:00 p.m. and at any adjournment thereof for the purpose of considering and, if thought fit, vote for me/us and in my/our name(s) in respect of such resolutions as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

| ORDINARY RESOLUTIONS* | | FOR ^{IV} | AGAINST ^{IV} |
|-----------------------|--|-------------------|-----------------------|
| 1 | To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors (the "Directors") and the auditor of the Company for the year ended 31 December 2020. | | |
| 2 | (a) To re-elect Mr. Lu Qingxing as a non-executive Director. | | |
| | (b) To re-elect Mr. Yan Aru as an independent non-executive Director. | | |
| | (c) To re-elect Mr. Lai Wai Leuk as an independent non-executive Director. | | |
| | (d) To authorise the board of Directors (the "Board") to fix the remuneration of the Directors. | | |
| 3 | To re-appoint Moore Stephens CPA Limited as the auditor of the Company and to authorise the Board to fix its remuneration. | | |
| 4(A) | To grant a general mandate to the Directors to allot, issue and otherwise deal with the Company's shares. | | |
| 4(B) | To grant a general mandate to the Directors to repurchase the Company's shares. | | |
| 4(C) | To add the number of the Company's shares repurchased by the Company to the mandate granted to the Directors under resolution numbered 4(A). | | |

* Full text of the above resolutions is set out in the notice of the Meeting dated 30 April 2021.

Dated the _____ day of _____ 2021 Shareholder's Signature ^V _____

Notes:

- I. Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- II. Please insert the number of shares registered in your name(s) and to which this form of proxy relates. 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).
- III. If any proxy other than the chairman of the Meeting is preferred, strike out the words "the chairman of the Meeting or" and insert the name and address of the proxy desired in the space provided. 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.**
- IV. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE BOX MARKED "AGAINST".** Failure to tick either box as instructed will entitle your proxy to cast your vote or abstain from voting at his/her discretion. Your 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 convening the Meeting.
- V. This revised form of proxy (the "Revised Proxy Form") 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, attorney or other person authorised to sign the same.
- VI. To be valid, the Revised Proxy Form, together with the 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 and transfer office in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as practicable and in any event not less than 48 hours before the time of the Meeting or any adjourned meeting (the "Closing Time").
- VII. In case of joint holders of a share of the Company, any one of such persons may vote, either personally or by proxy, in respect of such share as if he/she/it is solely entitled thereto; but if more than one of such joint holders be present at the Meeting personally or by proxy, that one whose name stands first on the register of members of the Company in respect of such share will alone be entitled to vote in respect thereof.
- VIII. Completion and return of the Revised Proxy Form will not preclude you from attending and voting in person at the Meeting or any adjournment thereof if you so wish and in such event the Revised Proxy Form previously submitted shall be deemed to be revoked.
- IX. In compliance with the Hong Kong Government's directive on social distancing, personal and environmental hygiene, and the guidelines issued by the Centre for Health Protection of the Department of Health on the prevention of coronavirus disease 2019 ("COVID-19"), the Company will implement precautionary measures at the Meeting. Shareholders are advised to read page 1 of the circular of the Company dated 30 April 2021 for details of the precautionary measures and monitor the development of COVID-19. Subject to the development of COVID-19, the Company may implement further changes and precautionary measures and may issue further announcement on such measures as appropriate.
- X. In light of the continuing risks posed by the COVID-19 pandemic, the Company strongly advises shareholders to appoint the chairman of the Meeting as their proxy to vote on the relevant resolution(s) as an alternative to attending the Meeting in person.
- XI. Reference to time and dates in the Revised Proxy Form are to Hong Kong time and dates.
- XII. A Shareholder who has already lodged the proxy form (the "Form of Proxy") which was sent together with the circular dated 30 April 2021 containing the notice of the Meeting, should note that:
 - (i) If no Revised Proxy Form is lodged with the Company's share registrar and transfer office, the Form of Proxy, if correctly completed, will be treated as a valid proxy form lodged by him/her/it. The proxy so appointed by the Shareholder will be entitled to cast the vote at his/her discretion or to abstain from voting on any resolution properly put to the Meeting (including, if properly put, a resolution for the appointment of an additional candidate as a Director as set out in the supplemental circular dated 15 June 2021) except for those resolutions to which the Shareholder has indicated his/her/its voting direction in the Form of Proxy.
 - (ii) If the Revised Proxy Form is lodged with the Company's share registrar and transfer office before the Closing Time, the Revised Proxy Form, if correctly completed, will revoke and supersede the Form of Proxy previously lodged by him/her/its. The Revised Proxy Form will be treated as a valid proxy form lodged by the Shareholder.
 - (iii) If the Revised Proxy Form is lodged with the Company's share registrar and transfer office after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the Revised Proxy Form will be invalid. The proxy so appointed by the Shareholder under the Form of Proxy, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no Revised Proxy Form was lodged with the Company's share registrar and transfer office. Accordingly, Shareholders are advised to complete the Revised Proxy Form carefully and lodge the Revised Proxy Form with the Company's share registrar and transfer office before the Closing Time.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Meeting (the "Purposes"). We may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) and any such request should be in writing by mail to the Company's Privacy Compliance Officer of Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong.