



中国优通控股
China UT Holding

CHINA U-TON FUTURE SPACE INDUSTRIAL GROUP HOLDINGS LTD.
中國優通未來空間產業集團控股有限公司

(In Liquidation)
(incorporated in the Cayman Islands with limited liability)
(Stock Code: 6168)

**FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING OF
CHINA U-TON FUTURE SPACE INDUSTRIAL GROUP HOLDINGS LTD. (IN LIQUIDATION) (THE “COMPANY”)
TO BE HELD AT UNITS 1405-1407, DOMINION CENTRE, 43-59 QUEEN’S ROAD EAST, WAN CHAI, HONG KONG
ON FRIDAY, 30 DECEMBER 2022 AT 10:00 A.M. OR AT ANY ADJOURNMENT THEREOF**

I/We (Note 1) _____
of _____
being the registered holder(s) of (Note 2) _____ shares of HK\$0.10 each in the share capital of
Company, **HEREBY APPOINT** (Note 3) **THE CHAIRMAN OF THE MEETING**, or _____
of _____
as my/our proxy to attend at the extraordinary general meeting of the Company (and at any adjournment thereof) to be held at Units 1405-1407,
Dominion Centre, 43-59 Queen’s Road East, Wan Chai, Hong Kong on Friday, 30 December 2022 at 10:00 a.m. (the “EGM”) for the purpose of
considering and, if thought fit, passing the following resolutions as set out in the notice convening the EGM (the “Notice”), and vote for me/us and in
my/our names in respect of the resolutions as indicated below, or, if no such indication is given, as my/our proxy thinks fit. (Note 4)

ORDINARY RESOLUTION		FOR (Note 4)	AGAINST (Note 4)
1.	To approve the terms of the Restructuring Agreement involving the Capital Reorganization, the Subscription, the Placing, the Hong Kong Scheme and the transactions contemplated thereunder, the terms of the subscription agreement, and the allotment and issue of the Subscription Shares, Placing Shares and the Creditors’ Shares		
2.	To grant specific mandates to the directors of the Company to issue and allot the Subscription Shares, Placing Shares and the Creditors’ Shares		
3.	To approve the Special Deal		
4.	To approve the appointment of Dr. Chuang Tze Cheung Christopher, Ms. Tang Shaofen and Mr. Xie Jinggaung as executive Directors, and the appointment of Ms. Lai Yeung Fun, Mr. Zhong Weifeng and Mr. Zhang Lu Fu as independent non-executive Directors		
SPECIAL RESOLUTION		FOR (Note 4)	AGAINST (Note 4)
5.	To approve the Whitewash Waiver		

Date: _____

Signature (Note 5): _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The name of all joint holders should be stated.
- Please insert the number of shares registered in your name(s) to which the 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).
- If any proxy other than the Chairman is preferred, strike out “**THE CHAIRMAN OF THE MEETING**, or” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE ABOVE RESOLUTION, TICK THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE ABOVE RESOLUTION, TICK THE APPROPRIATE BOX MARKED “AGAINST”.** Failure to complete any of the boxes will entitle your proxy to cast his votes at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the EGM (or at any adjournment thereof) other than those referred to in the Notice.
- 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 in writing.
- 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 holder(s), and for this purpose seniority will be determined by the order in which the names stand in the Register of Members of the Company.
- To be valid, this form of proxy, together with the power of attorney (if any) or other authority (if any) under which it is signed or a notarised copy thereof, must be deposited at the Company’s Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited (the “**Share Registrar**”) at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, as soon as possible and in any event at least 48 hours before the time appointed for holding the EGM, i.e. by 10:00 a.m. on Wednesday, 28 December 2022 (or at any adjournment thereof).
- A proxy need not be a member of the Company but must attend the EGM (or at any adjournment thereof) in person to represent you.
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the EGM (or at any adjournment thereof) if you so wish and in such event, this form of proxy shall be deemed to be revoked.
- The full text of the above special resolution appears in the Notice dated 2 December 2022.

PERSONAL INFORMATION COLLECTION STATEMENT

- “Personal Data” in this statement has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Cap. 486 (“**PDPO**”), which will include the names and mailing addresses of you and your appointed proxies.
- The Personal Data provided in this form may be used in connection with processing your appointment of proxies at the EGM and instructions. Your supply of the Personal Data to the Company and/or the Share Registrar is on a voluntary basis. However, the Company may not be able to effect the appointment of your proxies and instructions unless you provide us with the Personal Data.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, the Share Registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for our verification, notification and record purposes.
- You and your appointed proxy have the right to request access to and/or correction of the respective Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of the Personal Data should be in writing and sent by post to the Share Registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.