



# WANKA ONLINE

## WANKA ONLINE INC.

### 萬咖壹聯有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1762)

Number of shares to which this proxy form relates <sup>(Note 1)</sup>

## PROXY FORM FOR THE ANNUAL GENERAL MEETING

I/We<sup>(Note 2)</sup> \_\_\_\_\_ of \_\_\_\_\_ being the registered holder(s) of shares of US\$0.0000002 each in the issued share capital of Wanka Online Inc. (萬咖壹聯有限公司\*) (the "Company") hereby appoint the Chairman of the meeting<sup>(Note 3)</sup> or \_\_\_\_\_ of \_\_\_\_\_ as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the annual general meeting (the "Annual General Meeting") of the Company to be held at 4/F, Building No. B22, Universal Business Park, No. 10 Jiuxianqiao Road, Chaoyang, Beijing, People's Republic of China on Friday, 9 June 2023 at 9:30 a.m. (and at any adjournment thereof).

Please tick ("✓") the appropriate boxes to indicate how you wish your vote(s) to be cast<sup>(Note 4)</sup>.

ORDINARY RESOLUTIONS <sup>(Note 9)</sup>		FOR	AGAINST
1.	To receive the audited consolidated financial statements of the Company, and the reports of the directors (the "Directors") and the reports of independent auditor for the year ended 31 December 2022.		
2. (a)	To re-elect Mr. ZHENG Wei as non-executive Director;		
2. (b)	To re-elect Mr. CHEN Baoguo as independent non-executive Director;		
2. (c)	To re-elect Mr. JIN Yongsheng as independent non-executive Director;		
2. (d)	To re-elect Ms. JIANG Yu as executive Director;		
2. (e)	To re-elect Mr. YU Limin as independent non-executive Director; and		
2. (f)	To authorise the Board (the "Board") of Directors to fix the remuneration of the Directors.		
3.	To re-appoint BDO Limited as auditors of the Company and to authorise the Board to fix the auditors' remuneration.		
4.	To give a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company.		
5.	To give a general mandate to the directors of the Company to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company.		
6.	To extend the general mandate granted to the directors of the Company to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.		
7.	To approve the proposed amendments to the 2019 Share Incentive Scheme and adopt the Amended 2019 Share Incentive Scheme.		
8.	To approve the Scheme Mandate Limit.		

Date: \_\_\_\_\_ 2023 Signature(s)<sup>(Note 5)</sup>: \_\_\_\_\_

#### Notes:

- Please insert the number of shares to which this proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all the shares of the Company registered in your name(s). If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified.
- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS** as shown in the register of members of the Company.
- If any proxy other than the Chairman of the meeting is preferred, please strike out the words "the CHAIRMAN OF THE MEETING or" and insert the name and address of the proxy desired in the space provided. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.** Any shareholder of the Company entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy and, in respect of any shareholder who is the holder of two or more shares, more than one proxy to attend and on a poll, vote instead of him. A proxy need not be a shareholder of the Company but must attend the meeting in person to represent you. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK ("✓") THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK ("✓") THE BOX MARKED "AGAINST".** If no direction is given, your proxy will vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Annual General Meeting other than those referred to in the notice convening the Annual General Meeting.
- This proxy form must be signed by you or your attorney duly authorised in writing. In case of a corporation, the same must be either under its common seal or under the hand of an officer or attorney so authorised.
- In 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 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.
- In order to be valid, this proxy form, together with the power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be deposited at the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for the Annual General Meeting (i.e. not later than 9:30 a.m. on Wednesday, 7 June 2023) or any adjournment thereof.
- Completion and delivery of the proxy form will not preclude you from attending and voting at the Annual General Meeting if you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.
- Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on 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.
- The description of the resolutions is by way of summary only. The full text appears in the notice of the Annual General Meeting dated 25 April 2023.

#### PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) in this proxy form has the meaning as "personal data" in the Personal Data (Privacy) Ordinance, Cap. 486 of the Laws of Hong Kong 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 Annual General Meeting of the Company (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 and any such request should be in writing by mail to the Company/Tricor Investor Services Limited at the address above.

\* For identification purpose only