



# STEVE LEUNG DESIGN GROUP LIMITED

## 梁志天設計集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2262)

### FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON 25 MAY 2023 (OR AT ANY ADJOURNMENT THEREOF)

I/We<sup>(Note 1)</sup> \_\_\_\_\_ of \_\_\_\_\_ being the registered holder(s) of \_\_\_\_\_ shares(s)<sup>(Note 2)</sup> of HK\$0.01 each in the capital of STEVE LEUNG DESIGN GROUP LIMITED 梁志天設計集團有限公司 (the "Company"), HEREBY APPOINT<sup>(Note 3)</sup> **THE CHAIRMAN OF THE MEETING**, or \_\_\_\_\_ of \_\_\_\_\_ as my/our proxy to attend the annual general meeting of the Company (the "AGM") to be held at 30/F, Manhattan Place, 23 Wang Tai Road, Kowloon Bay, Kowloon, Hong Kong on Thursday, 25 May 2023 at 11 a.m. (or at any adjournment thereof) for the purposes of considering and, if thought fit, passing the resolutions as set out in the notice convening the AGM (the "Notice") and to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below at the AGM (or at any adjournment thereof).

| ORDINARY RESOLUTIONS |  | FOR <sup>(Note 4)</sup> | AGAINST <sup>(Note 4)</sup> |
|----------------------|--|-------------------------|-----------------------------|
| 1.                   | To receive and consider the audited consolidated financial statements of the Company and its subsidiaries together with the directors' report and the independent auditor's report for the year ended 31 December 2022.                                  |                         |                             |
| 2(a).                | (i) To re-elect Mr. Leung Chi Tien Steve as an executive director of the Company.  |                         |                             |
|                      | (ii) To re-elect Mr. Siu Man Hei as an executive director of the Company.  |                         |                             |
|                      | (iii) To re-elect Mr. Xu Xingli as a non-executive director of the Company.  |                         |                             |
|                      | (iv) To re-elect Mr. Tsang Ho Ka Eugene as an independent non-executive director of the Company.   |                         |                             |
| 2(b).                | To authorise the board of directors of the Company to determine the remuneration of the directors of the Company.  |                         |                             |
| 3.                   | To re-appoint BDO Limited as auditor of the Company and to authorise the board of directors of the Company to determine its remuneration.  |                         |                             |
| 4.                   | To grant a general mandate to the directors of the Company to allot, issue and otherwise deal with additional shares of the Company not exceeding 20% of the total number of shares of the Company in issue as at the date of passing of the resolution. |                         |                             |
| 5.                   | To grant a general mandate to the directors of the Company to repurchase the Company's shares not exceeding 10% of the total number of shares of the Company in issue as at the date of passing of the resolution.                                       |                         |                             |
| 6.                   | To extend the general mandate granted to the directors of the Company to allot, issue and otherwise deal with additional shares of the Company in issue by the aggregate number of shares repurchased by the Company.                                    |                         |                             |

\* Please refer to the notice of the Annual General Meeting dated 25 April 2023 for the full text of the resolutions.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023

Signature<sup>(Note 5)</sup> \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of the Company 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 of the meeting is preferred, please strike out "**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 AGM in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE APPROPRIATE BOX MARKED "AGAINST"**. Failure to complete any or all the boxes will entitle your proxy to cast your votes at his/her discretion or to abstain from voting. Your proxy will also be entitled to vote at his/her discretion on any resolution(s) properly put to the AGM 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 executed under its common seal or under the hand of an officer or attorney or other person duly authorised.
- Where there are joint registered holders of any share(s), any one of such persons may vote at the AGM, either personally or by proxy, in respect of such share(s) as if he/she were solely entitled thereto, but if more than one of such joint holders is present at the AGM, personally or by proxy, then the holder so present whose name stands first on the register in respect of such share(s) shall alone be entitled to vote in respect thereof.
- To be valid, this form of proxy, 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, Link Market Services (Hong Kong) Pty Limited, at Suite 1601, 16/F., Central Tower, 28 Queen's Road Central, Hong Kong not less than 48 hours before the time fixed for the holding of the AGM (or at any adjournment thereof).
- Completion and return of the form of proxy shall not preclude members of the Company from attending and voting in person at the AGM or at any adjournment thereof (as the case may be) should you so wish, and in such event, the instrument appointing a proxy shall be deemed to be revoked.