



MAXNERVA
雲智匯科技服務

MAXNERVA TECHNOLOGY SERVICES LIMITED
雲智匯科技服務有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 1037)

PROXY FORM

Form of proxy for use at the Annual General Meeting of MAXNERVA TECHNOLOGY SERVICES LIMITED (the “Company”) to be convened at 3:00 p.m. on Wednesday, 31 May 2023.

I/We ^(note 1) _____
of _____ being
the registered holder(s) of ^(note 2) _____ shares of HK\$0.10 each in
the capital of the Company, **HEREBY APPOINT** ^(note 3) _____
of _____ or
failing him, the Chairman of the meeting as my/our proxy to act for me/us at the Annual General Meeting (or at any adjournment thereof) of the Company to be held at 2/F, J Plus, 35-45B Bonham Strand, Sheung Wan, Hong Kong at 3:00 p.m. on Wednesday, 31 May 2023, and at the said meeting (or at any adjournment thereof) to vote for me/us as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTIONS	FOR ^(note 4)	AGAINST ^(note 4)
1.	To receive and adopt the audited financial statements and the reports of the directors of the Company (“Directors”) and independent auditors of the Company for the year ended 31 December 2022		
2.	To re-appoint PricewaterhouseCoopers as auditors of the Company and to authorise the board of Directors to fix their remuneration		
3.	(a) To re-elect Mr. CHIEN Yi-Pin as executive Director		
	(b) To re-elect Mr. CAI LiTing as executive Director		
	(c) To re-elect Mr. CHENG Yee Pun as executive Director		
	(d) To re-elect Mr. KIM Hyun Seok as non-executive Director		
	(e) To authorise the board of Directors to fix the Directors’ remuneration		
4.	To grant a general mandate to the Directors to allot, issue and deal with shares in the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing this resolution		
5.	To grant a general mandate to the Directors to repurchase shares in the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing this resolution		
6.	To extend the general mandate granted to the Directors under resolution no. 4 to issue additional shares representing the number of shares repurchased under resolution no. 5		
7.	To approve (i) the termination of the existing share option scheme of the Company and (ii) the adoption of the new share option scheme of the Company		
8.	To approve the adoption of the Limit (as defined in the circular of the Company dated 28 April 2023 (“Circular”))		
9.	To approve the adoption of the Sublimit (as defined in the Circular)		

Dated the _____ day of _____ 2023 Shareholder’s Signature ^(note 5) _____

Notes:

- Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
- Please insert the number of shares to which this 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).
- Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTIONS, PLEASE PLACE A “√” IN THE BOX MARKED “FOR” BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE PLACE A “√” IN THE BOX MARKED “AGAINST” BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete the boxes will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- 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 company chop or under the hand of an officer or attorney duly authorised.
- In the case of joint holders, the vote of the senior who tenders a vote shall be accepted to the exclusion of the votes of the other joint holders, and seniority shall be determined by the order in which the names of the holders stand in the register.
- 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 notarially certified copy thereof, must be deposited at the office of the Company’s branch registrar in Hong Kong (Tricor Abacus Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong) as soon as possible and in any event not later than 48 hours before the time for holding the meeting or adjourned meeting or poll (as the case may be).
- 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 initialled by the person who signs it.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.

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 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 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. You/your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to Tricor Abacus Limited at the above address.