



NNK Group Limited
年年卡集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3773)

**FORM OF PROXY FOR USE AT
ADJOURNED ANNUAL GENERAL MEETING**

I/We (see Note 1) (Name) _____ of
(Address) _____ being
the holder(s) of _____ (see Note 2) shares of US\$0.01 each in the capital
of NNK Group Limited (the "Company") hereby appoint (Name) _____ of (Address)
or failing him/her (Name) _____ of
(Address) _____
or failing him/her, the chairman of the meeting (see Note 3) as my/our proxy to attend and vote for me/us and on my/our behalf at the adjourned 2023 annual
general meeting of the Company ("Adjourned AGM") to be held at conference room one, 13/F, Building C2, Nanshan iPark, No. 1001, Xueyuan Boulevard,
Nanshan District, Shenzhen, the PRC on Thursday, 29 June 2023 at 11:00 a.m. and at any adjournment thereof or on any resolution or motion which is
proposed thereat. My/our proxy is authorized and instructed to vote as indicated (see Note 3) in respect of the undermentioned resolutions:

	Ordinary Resolution* (see Note 4)	For	Against
3.	To appoint Moore Stephens CPA Limited as the auditor of the Company and to authorize the Board to fix remuneration of the auditor.		

Dated this day of _____ 2023 Signature(s) _____ (see Note 5)

Notes:

1. Full name(s) and address(es) to be inserted in BLOCK CAPITALS. The names of all joint holders should be stated.
2. Please insert the number of shares registered in your name(s) and to which this form of proxy for use at the Adjourned AGM ("Adjourned AGM Proxy Form") relates. If no number is inserted, the Adjourned AGM Proxy Form will be deemed to relate to all the shares of the Company registered in your name(s).
3. If any proxy other than the chairman of the Adjourned AGM is preferred, strike out the words "failing him/her, the chairman of the adjourned annual general meeting" 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 Adjourned Annual General Meeting in person to represent you. ANY ALTERATION MADE TO THE PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.
4. 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.
5. The Adjourned AGM 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 or attorney duly authorised to sign the same.
6. In order to be valid, the Adjourned AGM Proxy Form together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or authority, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the Adjourned AGM or any adjournment thereof (as the case maybe). Delivery of the first form of proxy of the Company for the AGM enclosed with the circular dated 19 May 2023 (the "First Proxy Form"), the second form of proxy of the Company for the AGM enclosed with the supplemental circular dated 31 May 2023 (the "Second Proxy Form") or the Adjourned AGM Proxy Form shall not preclude a member of the Company from attending and voting in person at the AGM and/or the Adjourned AGM and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
7. If you have already lodged the First Proxy Form or the Second Proxy Form with the Company's branch share registrar and transfer office in Hong Kong, please note that:
 - i. subject to (iii) below, if no Adjourned AGM Proxy Form is lodged with the Company's Hong Kong branch share registrar, the First Proxy Form or the Second Proxy Form will be treated as a valid form of proxy lodged by him/her if correctly completed and signed. The proxy so appointed by the Shareholder shall be required to vote in such manner as he/she may be directed under the First Proxy Form or the Second Proxy Form, and in respect of the resolution for the proposed appointment of auditor as set out in his notice of Adjourned AGM and the Adjourned AGM Proxy Form, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolution;
 - ii. if the Adjourned AGM Proxy Form is lodged with the Company's Hong Kong branch share registrar before the Closing Time, the Adjourned AGM Proxy Form, if correctly completed and signed, will be treated as a valid form of proxy lodged by the Shareholder;
 - iii. if the Adjourned AGM Proxy Form is lodged with the Company's Hong Kong branch share registrar after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the Adjourned AGM Proxy Form will be invalid. The proxy so appointed by the Shareholder under the First Proxy Form or the Second Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no Adjourned AGM Proxy Form was lodged with the Company's Hong Kong branch share registrar.
8. 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 Adjourned AGM 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.
9. For the purpose of determining the shareholders who are entitled to attend and vote at the Adjourned AGM, the register of members of the Company will be closed from Monday, 26 June 2023 to Thursday, 29 June 2023 (both days inclusive), during which period no transfer of shares will be registered. In order to qualify for attending and voting at the Adjourned AGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712 – 1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Friday, 23 June 2023.
10. Reference to time and dates in this form are to Hong Kong time and dates.
11. The full text of the resolution appears in the notice of the adjourned AGM of the Company dated 12 June 2023.

PERSONAL INFORMATION COLLECTION STATEMENT

- (i) "Personal Data" in these statements has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- (ii) Your and your proxy's Personal Data provided in this form will be used in connection with processing your request for the appointment of a proxy to attend, act and vote on your behalf as directed above at the AGM. Your supply of your and your proxy's Personal Data is on voluntary basis. However, the Company may not be able to process your request unless you provide us with such Personal Data.
- (iii) Your and your proxy's Personal Data may be disclosed or transferred by the Company to its branch share registrar in Hong Kong, and/or other companies or bodies for any of the stated purposes, or when it is required to do so by law, for example, in response to a court order or a law enforcement agency's request, and retained for such period as may be necessary for our verification and record purposes.
- (iv) By providing your proxy's Personal Data in this form, you should have obtained the express consent (which has not been withdrawn in writing) from your proxy in using his/her personal data provided in this proxy form and that you have informed your proxy of the purpose for and the manner in which his/her data may be used.
- (v) You/your proxy have/has the right to request access to and/or correction of your/your proxy's Personal Data respectively in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your/your proxy's Personal Data should be in writing to the Personal Data Privacy Officer, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.