

Powerlong Commercial Management Holdings Limited

寶龍商業管理控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9909)

EXTRAORDINARY GENERAL MEETING ON 22 NOVEMBER 2023

FORM OF PROXY

I/We¹ _____
of _____
being the registered holder(s) of² _____
ordinary shares (the “Shares”) of HK\$0.01 each in the share capital of Powerlong Commercial Management Holdings Limited (the “Company”),
HEREBY APPOINT³ _____
of _____
or failing him/her, the chairman of the extraordinary general meeting (the “Meeting”), as my/our proxy to attend and act for me/us and on my/our behalf at the Meeting to be held at Jin Long Hall 1, 2nd Floor, Le Meridien Shanghai Minhang, No. 3199 Cao Bao Road, Minhang District, Shanghai, PRC on Wednesday, 22 November 2023 at 2:00 p.m. (or at any adjournment thereof) for the purpose of considering, if thought fit, passing the resolutions as set out in the notice convening the Meeting and at the Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of such resolutions as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit and on any other resolution properly put to the Meeting.

ORDINARY RESOLUTIONS		FOR ⁴	AGAINST ⁴
1.	<p>(a) the 2023 Car Parking Lots Management Services Framework Agreement (as defined in the circular of the Company dated 31 October 2023 (the “Circular”) dated 15 September 2023 entered into between the Company and Powerlong Real Estate Holdings Limited (“Powerlong Holdings”) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;</p> <p>(b) the proposed annual caps for the three years ending 31 December 2026 for the transactions contemplated under the 2023 Car Parking Lots Management Services Framework Agreement be and are hereby approved, confirmed and ratified; and</p> <p>(c) any one director of the Company (“Director(s)”), or any two Directors if the affixation of the common seal of the Company is necessary, be and is/are hereby authorised for and on behalf of the Company to do all such acts and things and sign, agree, ratify or execute all such documents which he/they in his/their discretion consider(s) necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the 2023 Car Parking Lots Management Services Framework Agreement and any of the transactions contemplated thereunder and to agree to such variations, amendments or waivers of matters relating thereto as are, in the opinion of such Director(s), in the interest of the Company.</p>		
2.	<p>(a) the 2023 Residential Property Management Services Framework Agreement (as defined in the Circular) dated 15 September 2023 entered into between the Company and Powerlong Holdings and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;</p> <p>(b) the proposed annual caps for the three years ending 31 December 2026 for the transactions under the 2023 Residential Property Management Services Framework Agreement be and are hereby approved, confirmed and ratified; and</p> <p>(c) any one Director, or any two Directors if the affixation of the common seal of the Company is necessary, be and is/are hereby authorised for and on behalf of the Company to do all such acts and things and sign, agree, ratify or execute all such documents which he/they in his/their discretion consider(s) necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the 2023 Residential Property Management Services Framework Agreement and any of the transactions contemplated thereunder and to agree to such variations, amendments or waivers of matters relating thereto as are, in the opinion of such Director(s), in the interest of the Company.</p>		
3.	<p>(a) the 2023 Commercial Operational Services Framework Agreement (as defined in the Circular) dated 15 September 2023 entered into between the Company and Powerlong Holdings and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;</p> <p>(b) the proposed annual caps for the three years ending 31 December 2026 for the transactions under the 2023 Commercial Operational Services Framework Agreement be and are hereby approved, confirmed and ratified; and</p> <p>(c) any one Director, or any two Directors if the affixation of the common seal of the Company is necessary, be and is/are hereby authorised for and on behalf of the Company to do all such acts and things and sign, agree, ratify or execute all such documents which he/they in his/their discretion consider(s) necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the 2023 Commercial Operational Services Framework Agreement and any of the transactions contemplated thereunder and to agree to such variations, amendments or waivers of matters relating thereto as are, in the opinion of such Director(s), in the interest of the Company.</p>		

ORDINARY RESOLUTIONS		FOR ⁴	AGAINST ⁴
4.	<p>(a) the 2023 Common Area and Advertising Space Management Services Framework Agreement (as defined in the Circular) dated 15 September 2023 entered into between the Company and Powerlong Holdings and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;</p> <p>(b) the proposed annual caps for the three years ending 31 December 2026 for the transactions contemplated under the 2023 Common Area and Advertising Space Management Services Framework Agreement be and are hereby approved, confirmed and ratified; and</p> <p>(c) any one Director, or any two Directors if the affixation of the common seal of the Company is necessary, be and is/are hereby authorised for and on behalf of the Company to do all such acts and things and sign, agree, ratify or execute all such documents which he/they in his/their discretion consider(s) necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the 2023 Common Area and Advertising Space Management Services Framework Agreement and any of the transactions contemplated thereunder and to agree to such variations, amendments or waivers of matters relating thereto as are, in the opinion of such Director(s), in the interest of the Company.</p>		

Signature⁵: _____

Date: _____

Notes:

1. Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
2. Please insert the number of Shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all Shares registered in your name(s).
3. If any proxy other than the chairman of the Meeting is preferred, strike out "the chairman of the extraordinary general meeting" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT:** If you wish to vote for any resolution, tick the box marked "For". If you wish to vote against any resolution, tick the box marked "Against". Failure to tick a box will entitle your proxy to cast your vote 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 referred to the notice convening the Meeting.
5. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of an officer, attorney or other person duly authorized.
6. In order 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 of such power of authority, must be deposited at the Company's Hong Kong branch share registrar, 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 holding of the Meeting or the adjourned Meeting (as the case may be).
7. In the case of joint registered holders of any Shares, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such Shares as if he/she was solely entitled thereto; but if more than one of such joint registered holders is present at the Meeting, either personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such Shares shall alone be entitled to vote in respect thereof.
8. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
9. Completion and return of this form will not preclude you from attending and voting at the Meeting if you so wish, and in such case the authority of your proxy shall be deemed to be revoked.

PERSONAL INFORMATION COLLECTION STATEMENT

"Personal Data" in this form of proxy has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO"), which includes your and your proxy's name and address.

You and your proxy's Personal Data provided in this form of proxy 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 Meeting. The supply of your and your proxy's Personal Data is on a voluntary basis. However, the Company may not be able to process your request unless you provide us with your and your proxy's Personal Data.

Your and your proxy's Personal Data will be disclosed or transferred to the Company's share registrar and its Hong Kong branch share registrar and transfer office and/or other companies or bodies for the purpose stated above, 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 will be retained for such period as may be necessary for our verification and record purpose.

By providing your proxy's Personal Data in this form of proxy, 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 form of proxy and that you have informed your proxy of the purpose for and the manner in which his/her Personal Data may be used.

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 by either of the following means:

By mail to: Personal Data Privacy Officer

Computershare Hong Kong Investor Service Limited 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong

By e-mail to: hkinfo@computershare.com.hk