



SCE Intelligent Commercial Management Holdings Limited

中駿商管智慧服務控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 606)

PROXY FORM

Form of proxy for use by shareholders at the extraordinary general meeting to be held at R2, United Conference Centre, 10/F, United Centre, 95 Queensway, Admiralty, Hong Kong on Thursday, 21 December 2023 at 4:00 p.m. (or any adjournment thereof)

I/We ^(note a) _____
of _____
being the holder(s) of _____ ^(note b)
shares (the “Shares”) of HK\$0.01 each in SCE Intelligent Commercial Management Holdings Limited (the “Company”) hereby appoint the chairman of the extraordinary general meeting (the “Meeting”) of the Company or _____
of _____
to act as my/our proxy ^(note c) at the Meeting to be held at R2, United Conference Centre, 10/F, United Centre, 95 Queensway, Admiralty, Hong Kong on Thursday, 21 December 2023 at 4:00 p.m. and at any adjournment thereof and to vote on my/our behalf as directed below. Unless otherwise stated, all capitalised terms used herein shall have the same meanings used in the notice of the Meeting dated 4 December 2023.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll.

ORDINARY RESOLUTION		FOR ^(note d)	AGAINST ^(note d)
1.	To approve, confirm and ratify the SPA and the transactions contemplated thereunder.		

Dated this _____ day of _____ 2023.

Shareholder's signature _____ ^(note f)

Notes:

- Full name(s) and address(es) are to be inserted in BLOCK CAPITAL LETTERS. The names of all joint registered holders should be stated.
- Please insert the number of Shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the Shares in the share capital of the Company registered in your name(s).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the chairman of the Meeting as your proxy, please delete the words “the chairman of the extraordinary general meeting (the “Meeting”) of the Company or” and insert the name and address of the person appointed in the space provided. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint in written form one or, if he is the holder of two or more Shares, more proxies to attend and vote instead of him.
- If you wish to vote for any of the resolution(s) set out above, please tick (“✓”) the boxes marked “For”. If you wish to vote against any of the resolution(s), please tick (“✓”) the boxes marked “Against”. If the form returned is duly signed but without specific direction on any of the proposed resolution(s), the proxy will vote or abstain at his discretion in respect of all resolution(s); or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion.
- In the case of joint holders of a Share, any one of such joint holders may vote, either in person or by proxy, in respect of such a Share as if he/she/it were solely entitled thereto, but if more than one of such joint holders are present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first in the register in respect of such a share shall alone be entitled to vote in respect thereof.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited with the Company's Hong Kong 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 the holding of the Meeting (i.e. by 4:00 p.m. on Tuesday, 19 December 2023 (Hong Kong time)) or any adjournment thereof.
- For the purpose of ascertaining Shareholders' entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Monday, 18 December 2023 to Thursday, 21 December 2023, both dates inclusive, during which period no transfer of the Shares will be effected. In order to qualify for attending the Meeting, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, by no later than 4:30 p.m. on Friday, 15 December 2023.
- Delivery of an instrument appointing a proxy should not preclude a member from attending and voting in person at the Meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- Any alteration made to this form should be initialled by the person who signs the form.
- All times and dates specified herein refer to Hong Kong local times and dates.