



MECOM POWER AND CONSTRUCTION LIMITED

澳能建設控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1183)

(Warrant Code: 424)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON THURSDAY, 30 MAY 2024

I/We (Name) _____
(Block capitals, please) of (Address) _____
being the holder(s) of _____ (see Note 1) shares of HK\$0.01 each in the capital of MECOM
Power and Construction 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 2) as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General
Meeting of the Company to be held at Level 6, Infinitus Plaza, 199 Des Voeux Road Central, Sheung Wan, Hong Kong on Thursday, 30 May 2024 at 3:00
p.m., and at any adjournment thereof or on any resolution or motion which is proposed thereat. My/our proxy is authorised and instructed to vote as indicated
(see Note 3) in respect of the undermentioned resolutions:

	Ordinary Resolutions (see Notes 3 and 8)	For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors (the "Director(s)") and the auditor (the "Auditor") of the Company for the year ended 31 December 2023.		
2.	To re-elect the following persons as Directors: (a) Mr. Kuok Lam Sek as an executive Director; and (b) Ms. Chan Po Yi Patsy as an independent non-executive Director.		
3.	To authorise the board of the Directors to fix the remuneration of the Directors.		
4.	To re-appoint Deloitte Touche Tohmatsu as the Auditor for the year ending 31 December 2024 and authorise the board of the Directors to fix their remuneration.		
5.	To grant a general mandate to the Directors to allot, issue and deal with shares of the Company and to resell treasury shares of the Company (if permitted under the Listing Rules) involving a maximum of 20% of the total number of shares of the Company in issue (excluding treasury shares) as at the date of passing this resolution.		
6.	To grant a general mandate to the Directors to buy back shares of the Company not exceeding 10% of the total number of shares of the Company in issue (excluding treasury shares) as at the date of passing this resolution.		
7.	To extend the general mandate granted under resolution no. 5 by adding the shares bought back pursuant to the general mandate granted by resolution no. 6.		
	Special Resolution (see Notes 3 and 8)		
8.	To consider and approve the adoption of the New Articles of Association.		

Dated this _____ day of _____, 2024 Signature(s) _____ (see Notes 4 & 5)

Notes:

- 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 capital of the Company registered in your name(s).
- A member may appoint more than one proxy of his/her own choice. If such an appointment is made, strike out the words "the chairman of the meeting", and insert the name(s) of the person(s) appointed as proxy in space provided. Any alteration made to this form of proxy must be initialled by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED "For". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE 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 those referred to in the notice convening the meeting.
- If the appointor is a corporation, this form must be under common seal or under the hand of an officer, attorney, or other person duly authorised on that behalf.
- In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated.
Where there are joint holders of any share of the Company, any one of such joint holders may vote at the meeting, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
- To be valid, this form of proxy must be completed, signed and deposited at the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed (or a certified copy thereof), not less than 48 hours before the time for holding the meeting or any adjournment thereof. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjournment thereof) if they so wish.
- A proxy need not be a shareholder of the Company.
- The description of the resolutions is by way of summary only. The full text of the resolutions appears in the notice convening the meeting.

PERSONAL INFORMATION COLLECTION STATEMENT

- "Personal Data" in this statement has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) ("PDPO").
- Your supply of Personal Data to the Company is on a voluntary basis. If you fail to provide sufficient information, the Company may not be able to process your appointment of proxy and other instructions.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its share registrar and branch share registrar in Hong Kong, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for our verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing to the Personal Data Privacy Officer of Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.