



**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 2:00 p.m. on Friday, 24 May 2024.

I/We <sup>(note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_ being  
the registered holder(s) of <sup>(note 2)</sup> \_\_\_\_\_ shares of HK\$0.10 each in  
the capital of the Company, **HEREBY APPOINT** <sup>(note 3)</sup> \_\_\_\_\_  
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 2 p.m. on Friday, 24 May 2024, 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 <sup>(note 4)</sup>	AGAINST <sup>(note 4)</sup>
1.	To receive and adopt the audited financial statements and the reports of the directors (“Directors”) and independent auditors for the year ended 31 December 2023		
2.	To re-appoint PricewaterhouseCoopers as auditors and to authorise the board of Directors to fix their remuneration		
3.	(a) To re-elect Mr. Kan Ji Ran Laurie as independent non-executive Director		
	(b) To re-elect Prof. Zhang Xiaoquan as independent non-executive Director		
	(c) To re-elect Mr. Chang Chuan-Wang as executive Director		
	(d) To re-elect Mr. Kung Pei-Yuan as non-executive Director		
	(e) To re-elect Ms. Huang Pi-Chun as non-executive Director		
	(f) To re-elect Mr. Kam Chi Sing as independent non-executive Director		
	(g) To authorise the board of Directors to fix the Directors’ remuneration		
4.	To grant a general mandate to the Directors to repurchase shares in the Company not exceeding 10% of the number of issued Shares of the Company		
SPECIAL RESOLUTION		FOR <sup>(note 4)</sup>	AGAINST <sup>(note 4)</sup>
5.	To approve the proposed amendments to the existing bye-laws of the Company as set out in Appendix II to the circular of the Company dated 29 April 2024 and adopt the second amended and restated bye-laws of the Company in substitution for and to the exclusion of the existing bye-laws of the Company		

Dated the \_\_\_\_\_ day of \_\_\_\_\_ 2024 Shareholder’s Signature <sup>(note 5)</sup> \_\_\_\_\_

#### 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). Delivery of this form of proxy shall not preclude a member of the Company from attending and voting at the meeting and in such event, the instrument appointing the proxy should be deemed to be revoked.
- 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.
- The description of each resolution herein is by way of summary only. For the full text of all of the proposed resolutions, please refer to the notice of the Annual General Meeting as contained in the Company’s circular dated 29 April 2024.

#### 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.