



**新火科技**  
**SINOHOPE**

**SINOHOPE TECHNOLOGY HOLDINGS LIMITED**

**新火科技控股有限公司**

(Incorporated in the British Virgin Islands with limited liability)

(Stock code: 1611)

**Form of appointment of proxy for the Extraordinary General Meeting (“Meeting”) of the Company to be held on 31 March 2025 (or any adjournment thereof)**

I/We<sup>1</sup> \_\_\_\_\_  
of<sup>1</sup> \_\_\_\_\_  
being the registered holder(s) of<sup>2</sup> \_\_\_\_\_ share (s) of HK\$0.001 each in the share capital of Sinohope Technology Holdings Limited (the “Company”), HEREBY APPOINT<sup>3</sup> \_\_\_\_\_ or

of \_\_\_\_\_  
or failing him the Chairman of the Meeting, as my/our proxy to attend, and vote for me/us and on my/our behalf at the Meeting of the Company to be held at Unit 702-3, 7/F, 100 Queen’s Road Central, Central, Hong Kong on Monday, 31 March 2025 at 10:30 a.m. (or any adjournment thereof) in respect of the proposed resolutions as set out in the notice convening the Meeting (the “Notice”) as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit<sup>4</sup>. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Notice.

ORDINARY RESOLUTIONS		FOR <sup>4</sup>	AGAINST <sup>4</sup>
1.	To approve, confirm and ratify the BVI Agreement and the transactions contemplated thereunder, including the allotment and issue of the Consideration Shares A at the issue price of HK\$2.18 per Consideration Share to the BVI Vendors under the BVI Specific Mandate; to grant the BVI Specific Mandate pursuant to the terms and conditions of the BVI Agreement; and to authorise any Director to do all such acts and things necessary and expedient for the purposes of, or in connection with, the implementation of and giving effect to the terms of the BVI Agreement and the transactions contemplated thereunder.		
2.	To approve, confirm and ratify the BitTrade Agreement and the transactions contemplated thereunder, including the allotment and issue of the Consideration Shares B at the issue price of HK\$2.18 per Consideration Share to Goldenway under the BitTrade Specific Mandate; to grant the BitTrade Specific Mandate pursuant to the terms and conditions of the BitTrade Agreement; and to authorise any Director to do all such acts and things necessary and expedient for the purposes of, or in connection with, the implementation of and giving effect to the terms of the BitTrade Agreement and the transactions contemplated thereunder.		
3.	To approve the refreshment of the limit in respect of the grant of options to subscribe for Shares under the Share Option Scheme; and to authorise any Director to do all such acts and things necessary and desirable to give effect to the Refreshed Limit.		
4.	To approve the Increase of Authorised Shares; and to authorise any Director to do all such acts and things necessary and expedient for the purpose of, or in connection with, the Increase of Authorised Shares.		
SPECIAL RESOLUTION		FOR <sup>4</sup>	AGAINST <sup>4</sup>
5.	To approve the Proposed Amendments to the Existing M&A; to approve and adopt the New M&A in substitution for and to the exclusion of the Existing M&A; and to authorise any one of the Directors, secretary or officer of the Company to do all things necessary or expedient to give effect to the Proposed Amendments and Proposed Adoption.		

\* Full text of the proposed resolutions are set out in the Notice.

Dated: \_\_\_\_\_ Signature(s)<sup>5, 6 and 7</sup>: \_\_\_\_\_  
(Authorised signatory and company chop or seal of a corporation, as appropriate)

- Notes:
- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
  - Please insert the number of shares of the Company registered in your name(s) to which this form of proxy relates. 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).
  - Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. A proxy need not be a member of the Company. If any proxy other than the Chairman of the Meeting is preferred, strike out the words “or failing him the Chairman of the Meeting”. Any alteration made to this form must be initialed by the person who signs it.
  - IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION(S), PLEASE TICK (✓) IN THE APPROPRIATE BOX(ES) MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION(S), PLEASE TICK (✓) IN THE APPROPRIATE BOX(ES) MARKED “AGAINST”.** If no direction is given, the proxy will vote or abstain as he thinks fit. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than that referred to in the notice convening the Meeting.
  - This form must be signed by you or your attorney duly authorised in writing or, in case of a corporation, must either be executed under seal or under the hand of an officer or attorney duly authorised to sign the same.
  - To be valid, this form together with any power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or authority must be 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, as soon as possible and in any event not later than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
  - In case of joint registered holders of any share(s), any one of such persons may vote at the Meeting, either personally or by proxy in respect of such share(s) as if he were solely entitled thereto; but if more than one of such joint holders is present at the Meeting personally or by proxy, such person so present whose name stands first on the register of members in respect of such share(s) shall alone be entitled to vote in respect thereof.
  - A member entitled to attend and vote at the Meeting is entitled to appoint one or two proxies to attend and vote on his behalf. A proxy need not be a member of the Company but must attend the Meeting in person to represent you.
  - Completion and delivery of this form will not preclude you from attending and voting in person at the Meeting or any adjournment thereof if you so wish and in such event, this form of proxy shall be deemed to be revoked.

**PERSONAL INFORMATION COLLECTION STATEMENT**

“Personal Data” in this proxy form 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. Your and your proxy’s Personal Data provided in this proxy 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 Meeting. The supply of your and your proxy’s Personal Data is on voluntary basis. However, we 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 branch share registrar 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 proxy 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 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 mail to the Company/Tricor Investor Services Limited at the above address.