Dynasty Digital Holdings Limited
時代數字控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 451)

PROXY FORM
FOR THE SPECIAL GENERAL MEETING
TO BE HELD ON THURSDAY, 10 DECEMBER 2026 AT 11 A.M.

I/We[1] _____

of _____

being the registered holder(s) of [2] _____ shares (the "**Shares**") of par value one-twelfth (1/12) of a Hong Kong dollar (or HK0.08\dot{3}$) each in the capital of Dynasty Digital Holdings Limited 時代數字控股有限公司(the " **Company** ") **HEREBY APPOINT**[3] the Chairman of the meeting or _____

(name) of _____

(address) as my/our proxy to attend and vote for me/us and on my/our behalf at the special general meeting (the "**SGM**") of the Company to be held at Room 3302, 33/F, West Tower, Shun Tak Centre, 200 Connaught Road Central, Hong Kong on Thursday, 10 December 2026 at 11 a.m. or at any adjournment or postponement thereof as hereunder indicated:

	ORDINARY RESOLUTIONS	FOR[4]	AGAINST[4]
1.	"**THAT** (a) the 2026 Ethiopia 80MW Intelligent Computing Integration Project Operation Services Agreement (a copy of which is tabled before the meeting marked "A" and initialled by the Chairperson of the meeting for identification purpose), details of which are more particularly described in the circular of the Company dated 20 November 2026 (the "**Circular**"), be and is hereby approved, ratified and confirmed; (b) the proposed annual caps for the service fees payable under the 2026 Ethiopia 80MW Intelligent Computing Integration Project Operation Services Agreement, as set out in the Circular, be and are hereby approved, ratified and confirmed; and (c) any one Director be and is hereby authorised for and on behalf of the Company to execute, and where required, to affix the common seal of the Company to, any documents, instruments or agreements, and to do any acts and things deemed by him or her to be necessary, expedient or appropriate in order to give effect to and implement the transactions contemplated under the 2026 Ethiopia 80MW Intelligent Computing Integration Project Operation Services Agreement (including the proposed annual caps thereunder)."		
2.	"**THAT** (a) the 2026 Ethiopia Intelligent Computing Integration Project Construction Management Services Agreement (a copy of which is tabled before the meeting marked "B" and initialled by the Chairperson of the meeting for identification purpose), details of which are more particularly described in the Circular, be and is hereby approved, ratified and confirmed; and (b) any one Director be and is hereby authorised for and on behalf of the Company to execute, and where required, to affix the common seal of the Company to, any documents, instruments or agreements, and to do any acts and things deemed by him or her to be necessary, expedient or appropriate in order to give effect to and implement the transactions contemplated under the 2026 Ethiopia Intelligent Computing Integration Project Construction Management Services Agreement."		
3.	To approve the increase in authorised share capital of the Company[5].		
	SPECIAL RESOLUTION	**FOR[4]**	**AGAINST[4]**
4.	To approve and adopt the new Bye-laws of the Company[5].		

Dated this _____ day of _____ 2026 Signature(s)[7] _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of Shares registered in your name(s). If no number is inserted, this proxy form will be deemed to relate to all the Shares registered in your name(s).
3. If any proxy other than the Chairman of the SGM is preferred, delete the words "the Chairman of the meeting or" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE DULY INITIALLED**.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST"**. Failure to tick a box will entitle your proxy to cast your vote or abstain at his/her discretion. Your proxy will also be entitled to vote or abstain at his/her discretion on any resolution properly put to the SGM other than those referred to in the notice convening the SGM.
5. The full texts of the resolutions are set out in the notice of SGM.
6. To be valid, this proxy form, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority, must be deposited at the Company's branch share registrar and transfer office 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 less than 48 hours before the time appointed for holding the SGM or any adjournment or postponement thereof.
7. This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under its common seal or under the hand of an officer or attorney so authorised.
8. Where there are joint registered holders of any Share, any one of such persons may vote at the SGM, either personally or by proxy, in respect of such Share as if he were solely entitled thereto, but if more than one of such joint holders is present at the SGM, personally or by proxy, 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.
9. The proxy need not be a member of the Company but must attend the SGM in person to represent you.
10. Your proxy's authority will be revoked if you attend and vote in person in the SGM.
11. Unless otherwise stated, capitalised terms used above shall have the same meanings as set out in the Company's circular dated 20 November 2026.

PERSONAL INFORMATION COLLECTION STATEMENT

"Personal Data" in this statement has the same meaning as "personal data" defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("**PDPO**"), which include your and your proxy's name and address. Your supply of the Personal Data is on a voluntary basis and for the purpose of processing your instructions as stated in this Proxy Form (the "**Purposes**"). If you fail to supply sufficient information, the Company may not be able to process your instructions. The Company may disclose or transfer the Personal Data to its subsidiaries, its Share Registrar and/or third party service provider who provides administrative, computer and other services to the Company for use in connection with the Purposes 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. The Personal Data will be retained for such period as may be necessary to fulfil the Purposes (including for verification and record purposes). Request for access to and/or correction of the Personal Data can be made in accordance with the provisions of the PDPO and any such request should be in writing and sent to the Data Privacy Officer of Tricor Investor Services Limited at the above address.