



HKC INTERNATIONAL HOLDINGS LIMITED

香港通訊國際控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 248)

PROXY FORM

Form of proxy for use by shareholders at the annual general meeting to be held at 4:30 p.m. on Friday, 26 August 2022 at 14/F., Block B, Vita Tower, 29 Wong Chuk Hang Road, Hong Kong or any adjournment thereof

I/We (note a) _____
of _____
being the registered holder(s) of _____ (note b)
shares of HK\$0.01 each in the capital of HKC International Holdings Limited (the "Company") hereby appoint the Chairman of the annual general meeting of the Company (the "Meeting") or _____
of _____

to act as my/our proxy (note c) to attend for me/us at the Meeting to be held at 4:30 p.m. on Friday, 26 August 2022 at 14/F., Block B, Vita Tower, 29 Wong Chuk Hang Road, Hong Kong (or any adjournment thereof) for the purpose of considering and, if thought fit, passing the following resolutions as set out in the notice convening the Meeting and at the Meeting (or any adjournment thereof) to vote on my/our behalf and in my/our name(s) in respect of the said resolutions as indicated below or, if no indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTIONS	FOR (note d)	AGAINST (note d)
1.	To receive and approve the audited consolidated financial statements and the report of the directors and the independent auditor's report for the year ended 31 March 2022.		
2.	(a) To re-elect Mr. Chan Ming Him as an executive director of the Company.		
	(b) To re-elect Mr. Wu Kwok Lam as an executive director of the Company.		
	(c) To re-elect Mr. Chiu Ngar Wing as an independent non-executive director of the Company, who has already served the Company for more than nine years.		
	(d) To re-elect Dr. Chu Chor Lup as an independent non-executive director of the Company, who has already served the Company for more than nine years.		
	(e) To re-elect Dr. Law Ka Hung as an independent non-executive director of the Company, who has already served the Company for more than nine years.		
	(f) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.		
3.	To re-appoint SHINEWING (HK) CPA LIMITED as the Company's auditors and authorise the board of directors of the Company to fix their remuneration.		
4.	To grant a general mandate to the directors of the Company to allot, issue or otherwise, deal with the Company's unissued shares of HK\$0.01 each in the share capital of the Company, the aggregate nominal amount of which shall not exceed 20% of the aggregate nominal amount of issued share capital of the Company as at the date of passing of this resolution.		
5.	To approve the adoption of the Share Option Scheme.		
SPECIAL RESOLUTION			
6.	To approve the proposed amendments to the articles of association of the Company (the "Articles of Association") and to adopt the amended and restated Articles of Association in substitution for and to the exclusion of the existing Articles of Association.		

Dated this _____ day of _____ 2022

Shareholder's signature _____ (notes e, f, g and h)

Notes:

- Full name(s) and address(es) to be inserted in BLOCK CAPITAL LETTERS. The names of all joint registered holders should be stated.
- Please insert the number of shares of the Company ("Shares") registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the Shares 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 annual general meeting of the Company (the "Meeting") or" and insert the name and address of the person appointed in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick ("✓") the boxes marked "FOR". If you wish to vote against any resolutions set out above, please tick ("✓") the boxes marked "AGAINST". If the form of proxy returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; 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. A proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- Where there are joint registered holders of any Shares, any one of such joint holders may vote, either personally or by proxy, in respect of such Shares as if he/she were solely entitled thereto, but if more than one of such holders are present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such Shares 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 at the office of the Company's Hong Kong branch share registrar, Pilare Limited at 17th Floor, Leighton Centre, 77 Leighton Road, Causeway Bay, Hong Kong not less than 48 hours before the time for holding the Meeting or any adjournment thereof.
- Any alteration made to this form of proxy should be initialled by the person who signs the form.
- Completion and return of this form of proxy 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, the instrument appointing a proxy shall be deemed to be revoked.
- The description of each resolution herein is by way of summary only. The full text appears in the notice of the Meeting dated 22 July 2022.

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 made in writing to Pilare Limited at 17th Floor, Leighton Centre, 77 Leighton Road, Causeway Bay, Hong Kong.

* For identification purposes only