



TONG KEE (HOLDING) LIMITED

棠記(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8305)

FORM OF PROXY FOR THE EXTRAORDINARY GENERAL MEETING TO BE HELD AT UNIT I, 11/F, BLOCK 2, KIN HO INDUSTRIAL BUILDING, 14-24 AU PUI WAN STREET, FOTAN, NEW TERRITORIES, HONG KONG ON 16 DECEMBER 2021

I/We ^(Note 1) _____
of ^(Note 1) _____
being the registered holder(s) of ^(Note 2) _____ ordinary shares
of HK\$0.01 each in the share capital of Tong Kee (Holding) Limited 棠記(控股)有限公司 (the “Company”) hereby appoint the Chairman of the meeting
^(Note 3) or _____
of _____
as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the extraordinary general meeting (the “EGM”) of the
Company to be held at Unit I, 11/F, Block 2, Kin Ho Industrial Building, 14-24 Au Pui Wan Street, Fotan, New Territories, Hong Kong at 4:00 p.m.,
on Thursday 16 December 2021 and at any adjournment thereof.

Please tick in the appropriate boxes to indicate how you wish your vote(s) to be cast, and if no such indication is given, your proxy is entitled to vote
at his discretion ^(Note 4).

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To approve, confirm and ratify the conditional sale and purchase agreement dated 19 October 2021 and the transactions contemplated thereunder including but not limited to the grant of a specific mandate to allot and issue 185,000,000 new shares of the Company and to authorise one or more directors of the Company (the “Director(s)”) to do all such acts and things and to make and agree to make such variations of the terms of the sale and purchase agreement which he/she/they consider(s) necessary, desirable or expedient..		
2.	To approve, confirm and ratify the conditional placing agreement dated 19 October 2021 and the transactions contemplated thereunder including but not limited to the grant of a specific mandate to allot and issue up to 65,000,000 new shares of the Company and to authorise one or more Directors to do all such acts and things and to make and agree to make such variations of the terms of the placing agreement which he/she/they consider(s) necessary, desirable or expedient..		

Date: _____ 2021 Signature(s) ^(Note 5) _____

Notes:

1. Full name(s) and address to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
2. Please insert the number of shares 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 of the Company registered in your name(s).
3. If any proxy other than the Chairman of the meeting is preferred, please strike out the words “the Chairman of the meeting” and insert the name and address of the proxy desired in the space provided. A member of the Company entitled to attend and vote at the EGM is entitled to appoint another person as his proxy to attend and vote instead of him. A member of the Company who is the holder of two or more shares of the Company may appoint more than one proxy to represent him and vote on his behalf. If more than one proxy is so appointed, the appointment shall specify the number of shares in respect of which each such proxy is so appointed. A proxy need not be a member of the Company. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “AGAINST”.** If no direction is given, your proxy will vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the EGM other than those referred to in the notice convening the EGM.
5. This form of proxy must be signed by you or your attorney duly authorised in writing. In case of a corporation, the same must be either under its common seal or under the hand of an officer or attorney so authorised.
6. In case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company.
7. In order 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 certified copy thereof, must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time fixed for holding the EGM (i.e. at or before 4:00 p.m. on Tuesday, 14 December 2021) or at any adjournment thereof.
8. Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the EGM if you so wish. In such event, the form of proxy shall be deemed to be revoked.

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 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 for use in connection with the Purposes and to such parties who are authorized 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. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company/Tricor Investor Services Limited at the above address.