



SIM Technology

SIM Technology Group Limited

晨訊科技集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 2000)

FORM OF PROXY

Form of proxy for the annual general meeting to be held at 24th Floor, Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong on Thursday, 16 June 2022 at 10:00 a.m. or any adjournment thereof (“Meeting”)

I/We (Note 1) _____ of _____ being the registered holder(s) of (Note 2) _____ shares of HK\$0.10 each (“Shares”) in the issued share capital of SIM Technology Group Limited (“Company”), hereby appoint (Note 3) _____ of _____ or failing him/her, the Chairman of the Meeting, as my/our proxy to attend on my/our behalf at the Meeting (and at any adjournment thereof) to consider and, if thought fit, vote for me/us in my/our name(s) in respect of the resolutions set out in the notice of the Meeting (for ordinary resolutions with or without amendments) as hereunder indicated.

Ordinary Resolutions		For (Note 4)	Against (Note 4)
1.	To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors and of the auditors for the year ended 31 December 2021.		
2.	(a) To re-elect Ms Yeung Man Ying as a director of the Company (“Director”).		
	(b) To re-elect Mr Liu Jun as a Director.		
	(c) To re-elect Mr Gao Jun as a Director.		
	(d) To re-elect Mr Wong Hei, Simon as a Director.		
	(e) To re-elect Mr Wu Zhe as a Director.		
	(f) To authorise the board of Directors to fix the Directors’ remuneration.		
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as the auditors of the Company and to authorise the board of Directors to fix their remuneration.		
4A.	To grant a general mandate to the Directors to allot, issue and deal with Shares not exceeding 20 per cent. of the number of issued shares of the Company.		
4B.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10 per cent. of the number of issued shares of the Company.		
4C.	To extend the general mandate granted to the Directors to allot, issue and deal with Shares in resolution 4A by a number not exceeding the aggregate number of Shares repurchased by the Company.		
Special Resolution		For (Note 4)	Against (Note 4)
5.	To approve the adoption of the amended and restated bye-laws of the Company.		

Dated this _____ day of _____, 2022 Signature(s) (Note 7): _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- Please insert the number of Shares registered in your name(s); if no number is inserted, this form of proxy will be deemed to relate to all the Shares registered in your name(s).
- Full name and address of proxy to be inserted in **BLOCK CAPITALS**. **IF NOT COMPLETED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.** A holder of two or more Shares may appoint one or more proxies to attend and vote in his/her/its stead and if more than one proxy is appointed, the appointment shall specify the number of Shares in respect of which such proxy is appointed.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION(S), TICK IN THE BOX(ES) MARKED “FOR” BESIDE THE APPROPRIATE RESOLUTION(S). IF YOU WISH TO VOTE AGAINST ANY RESOLUTION(S), TICK IN THE BOX(ES) MARKED “AGAINST” BESIDE THE APPROPRIATE RESOLUTION(S).** If no direction is given, the proxy will be entitled to vote or abstain as he thinks fit. Your proxy will also be entitled to vote or abstain at his discretion on any resolution(s) properly put to the Meeting other than those referred to in the notice convening the Meeting.
- 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 of that power or authority must be deposited at Company’s registered office in Hong Kong at Unit 1206, 12th Floor, Billion Trade Centre, 31 Hung To Road, Kwun Tong, Hong Kong by 10:00 a.m., on Tuesday, 14 June 2022 or not less than 48 hours before the time appointed for the holding of any adjourned Meeting.
- In the case of joint holders of any Share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such Share as if he/she/it were solely entitled thereto; but if more than one of such joint holders are present at the Meeting, the vote of the person, whether attending in person or by proxy, whose name stands first on the Register of Members of the Company in respect of such Share shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
- This form of proxy must be signed by you or your attorney duly authorised in writing or, if you are a corporation, must either be executed under seal or under the hand of an officer or attorney duly authorised.
- The proxy needs not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and delivery of this form of proxy shall not preclude you from attending and voting in person if you so wish, and in such event, the form of proxy previously submitted shall be deemed to be revoked.
- Any alteration to this form of proxy must be initialed by the person who signs it.

* For identification purposes only