



Nanfang Communication Holdings Limited

南方通信控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1617)

FORM OF PROXY FOR 2022 ANNUAL GENERAL MEETING (or at any adjournment thereof)

I/We ^(Note 1), _____ being the registered holder(s) of ^(Note 2) _____ of _____ shares (the "Share(s)") of HK\$0.001 each in the share capital of Nanfang Communication Holdings Limited (the "Company"), HEREBY APPOINT the Chairman of the annual general meeting (the "Meeting") of the Company, or ^(Note 3) _____ of _____ as my/our proxy to attend and act for me/us on my/our behalf at the Meeting to be held at Unit 902, 9/F, Capital Centre, 151 Gloucester Road, Wan Chai, Hong Kong at 3:00 p.m. on 26 June 2023 (Monday) and at any adjournment thereof, to vote for me/us as hereunder indicated, or if no indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors of the Company (the "Directors") and the auditor of the Company for the year ended 31 December 2022.		
2.	(a) To re-elect Ms. Yu Rumin as an executive Director.		
	(b) To re-elect Ms. Yu Ruping as an executive Director.		
	(c) To re-elect Mr. Wu Wing Kuen as an independent non-executive Director.		
	(d) To re-elect Mr. Liu Cheng Yi as an independent non-executive Director.		
3.	To authorise the board of directors of the Company to fix the remuneration of the Directors.		
4.	To re-appoint BDO Limited as the auditor of the Company and authorise the board of directors of the Company to fix their remuneration.		
5.	To grant a general mandate to the directors of the Company to allot, issue and deal in additional shares not exceeding 20% of the total number of the issued shares of the Company as at the date of passing this resolution.		
6.	To grant a repurchase mandate to the directors of the Company to buy back shares not exceeding 10% of the total number of the issued shares of the Company as at the date of passing this resolution.		
7.	To extend the general mandate granted to the directors of the Company to allot, issue and deal in additional shares of the Company by the total number of the shares bought back by the Company.		
SPECIAL RESOLUTION		FOR ^(Note 4)	AGAINST ^(Note 4)
8.	To adopt the Amended and Restated Articles of Association (as defined in the circular of the Company dated 27 April 2023) in substitution for and to the exclusion of the existing Articles of Association.		

Date: _____

Signature ^(Note 5): _____

Notes:

1. Full name(s) and address(es) in English to be inserted in BLOCK CAPITALS. The names of all joint registered holders should be stated.
2. 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).
3. Please insert the name and address of the proxy desired. If no name is inserted, the Chairman of the Meeting will act as your proxy. Any shareholder may appoint one or more proxies to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company but must attend the Meeting in person to represent you.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTIONS, PLEASE TICK IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTIONS, PLEASE TICK IN THE RELEVANT BOX MARKED "AGAINST".** Failure to tick a box will entitle your proxy to cast your vote in respect of such resolution at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those resolutions referred to above.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
6. Any vote in respect of the resolutions to be put forward for consideration at the Meeting will be taken by poll.
7. In the case of joint holders of any Share, any one of such holders may vote at the Meeting, 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 be present at the Meeting personally or by proxy, the holder whose name stands first in the register of members of the Company shall alone be entitled to vote in respect of that share.
8. To be valid, this form of proxy and 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 with the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours (i.e. 3:00 p.m. on 24 June 2023 (Saturday)) before the time appointed for holding the Meeting or any adjourned meeting. Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the Meeting convened and in such event, the instrument appointing a proxy shall be deemed to be revoked.
9. Any alteration made to this form of proxy must be initialled by the person who signs it.
10. The description of these resolutions is by way of summary only. The full text appears in the notice of the Meeting dated 27 April 2023.

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.