

TRANSTECH OPTELECOM SCIENCE HOLDINGS LIMITED

高科橋光導科技股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9963)

Form of proxy for use at the Annual General Meeting to be held at 11:00 a.m. on Friday, 2 June 2023 (the “Meeting”)

I/We ^(Note 1) _____ of _____

being the registered holder(s) of _____ share(s) ^(Note 2) of Transtech Optelecom Science Holdings Limited (the “Company”), HEREBY APPOINT ^(Note 3) the Chairman of the Meeting or _____ of _____

as my/our proxy to attend for me/us at the Meeting to be held at Chairman’s Place (M/F), New World Millennium Hong Kong Hotel, 72 Mody Road, Tsim Sha Tsui East, Kowloon, Hong Kong on Friday, 2 June 2023 at 11:00 a.m. (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 (“Notice”) and at the Meeting to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below, or, if no such indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTIONS*	FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To receive and adopt the audited consolidated financial statements, the reports of the directors and the auditor of the Company for the year ended 31 December 2022.		
2(A).	To re-elect Mr. Xu Jinjie as an executive director of the Company.		
2(B).	To re-elect Mr. Yin Zhou as an executive director of the Company.		
2(C).	To re-elect Mr. Lau Siu Hang as an independent non-executive director of the Company.		
2(D).	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.		
3.	To re-appoint Deloitte Touche Tohmatsu, as auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the board of directors of the Company to fix its remuneration.		
4(A).	To grant a general mandate to the directors of the Company to allot, issue or otherwise deal with additional shares not exceeding 20% of the shares in issue of the Company.		
4(B).	To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the shares in issue of the Company.		
4(C).	To extend the general mandate granted to the directors of the Company to allot, issue or otherwise deal with additional shares of the Company.		
	SPECIAL RESOLUTION*		
5.	To approve the Proposed Amendments of the existing amended and restated Memorandum and Articles of Association of the Company and the adoption of the Second Amended and Restated Memorandum and Articles of Association and to authorise any one Director, secretary or registered office provider of the Company to do all things necessary to implement the adoption of the Second Amended and Restated Memorandum and Articles of Association of the Company.		

* Please refer to the Notice for the full text of the resolution.

Signature(s) ^(Note 5) : _____

Dated _____ 2023

Notes:

- Full name(s) and address(es) to be inserted in BLOCK CAPITALS.
- Please insert the number of shares registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out the words “the Chairman of the Meeting” and insert the name and address of the proxy desired in the space provided. If no name is inserted, the Chairman of the Meeting will act as the proxy. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “AGAINST”. IF YOU WISH TO USE LESS THAN ALL YOUR VOTES, OR TO CAST SOME OF YOUR VOTES “FOR” AND SOME OF YOUR VOTES “AGAINST” A PARTICULAR RESOLUTION, YOU MUST WRITE THE NUMBER OF VOTES IN THE RELEVANT BOX(ES). Failure to tick either box or write the number of votes in the box in respect of a resolution will entitle your proxy to cast your vote in respect of that resolution at his/her discretion or to abstain from voting. Your proxy will also be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the meeting other than those referred to in the notice of the Meeting.**
- This form of proxy shall be signed by you or your attorney duly authorised in writing or, if the appointer is a corporation, either under its common seal or under the hand of an officer, attorney or other person authorised.
- Any shareholder of the Company entitled to attend and vote at the Meeting shall be entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A shareholder who is the holder of two or more shares may appoint more than one proxy to represent him/her and vote on his/her behalf. A proxy need not be a shareholder of the Company.
- 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 notarially certified copy thereof, must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong not less than 48 hours before the time appointed for the Meeting (or any adjournment thereof), (i.e., at or before 11:00 a.m. on Wednesday, 31 May 2023 (Hong Kong time)).
- Completion and delivery of this form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the Meeting and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- Where there are joint holders of any shares, any one of such joint holder may vote at the Meeting, either in person or by proxy in respect of such shares as if he/she was solely entitled hereto; but if more than one of such joint holders is present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such shares shall alone be entitled to vote in respect thereof.
- Any voting at the Meeting shall be taken by poll.

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 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. 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/Boardroom Share Registrars (HK) Limited at the above address.