



Steed Oriental (Holdings) Company Limited

駿東（控股）有限公司

(Incorporated in the Cayman Islands with members' limited liability)

(Stock Code: 8277)

FORM OF PROXY

Form of proxy for use by shareholders at the annual general meeting to be held at Room 2104, 21/F., OfficePlus @ Wan Chai, No. 303 Hennessy Road, Wanchai, Hong Kong on Tuesday, 1 August 2023 at 4:00 p.m. (or any adjournment thereof)

I/We ^(note a) _____ (Name)
of _____ (Address)
being the registered holder(s) of _____ ^(note b)
shares of HK\$0.01 each in the share capital of Steed Oriental (Holdings) Company Limited (the "Company") hereby appoint the Chairman of the annual general meeting of the Company (the "Meeting") or _____ (Name) of _____ (Address) to act as my/our proxy ^(note c) to attend and vote for me/us on my/our behalf at the Meeting to be held at Room 2104, 21/F., OfficePlus @ Wan Chai, No. 303 Hennessy Road, Wanchai, Hong Kong on Tuesday, 1 August 2023 at 4:00 p.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 and at the Meeting (or any adjournment thereof) in respect of the said resolutions as indicated below or, if no indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS ^(note d)		FOR ^(note e)	AGAINST ^(note e)
1.	To consider, receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the report of the directors (the "Directors") and the auditors' report of the Company for the year ended 31 March 2023.		
2.	(a) To re-elect Mr. Xue Zhao Qiang as an executive Director.		
	(b) To re-elect Ms. Dong Ping as an independent non-executive Director.		
	(c) To authorise the board of Directors (the "Board") to fix the remuneration of the Directors for the year ending 31 March 2024.		
3.	To re-appoint BDO Limited as the auditors of the Company and authorise the Board to fix their remuneration.		
4.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of HK\$0.01 each in the share capital of the Company, the aggregate nominal value of which shall not exceed 20% of the aggregate nominal value of the share capital of the Company in issue as at the date of passing of this resolution.		
5.	To grant a general mandate to the Directors to repurchase the Company's shares up to 10% of the share capital of the Company in issue as at the date of passing of this resolution.		
6.	To add the total number of shares in the share capital of the Company purchased by the Company to the general mandate to issue shares granted to the Directors under resolution no. 4 above.		
SPECIAL RESOLUTION ^(note d)		FOR ^(note e)	AGAINST ^(note e)
7.	To consider and, if thought fit, approve the adoption of the second amended and restated articles of association as set out in special resolution number 7 of the notice of the Meeting.		

Dated this _____ day of _____ 2023

Shareholder's signature _____ ^(notes g and j)

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 in the Company (the "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). If more than one proxy is appointed, the number of Shares in respect of which each such proxy was so appointed must be specified.
- A member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies of his own choice to attend and vote on his behalf. A proxy need not be a member of the Company. If you wish to appoint any 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(s) and address(es) of the person(s) appointed as your proxy in the space provided. If no name(s) and address(es) are inserted, the Chairman of the Meeting will act as your proxy.
- The full text of each of the resolutions is set out in the notice of the Meeting incorporated in the circular of the Company dated 30 June 2023.
- 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, 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 Share, any one of such joint holders may vote at the Meeting (or any adjournment thereof), either in person or by proxy, in respect of such Share as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the Meeting (or any adjournment thereof), personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect such Share shall be accepted to the exclusion of the votes of the other joint holders.
- This form of proxy shall be in writing under the hand of the appointer or of his attorney duly authorized in writing, or if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorized.
- 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 certified copy of such power of attorney or authority must be deposited at the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited (the "Branch Share Registrar"), at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time fixed (i.e. 4:00 p.m. on Sunday, 30 July 2023) for holding the Meeting (or any adjournment thereof).
- 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, this form of proxy shall be deemed to be revoked.
- Any alteration made to this form of proxy should be initialed by the person who signs the form.**
- The register of members of the Company will be closed from Wednesday, 26 July 2023 to Tuesday, 1 August 2023 (both days inclusive), during which period no transfer of the Shares will be effected. In order to qualify for attending and voting at the Meeting (or any adjournment thereof), all transfer documents accompanied by the relevant share certificate(s) must be lodged with the Branch Share Registrar at the above address not later than 4:30 p.m. on Tuesday, 25 July 2023.

PERSONAL INFORMATION COLLECTION STATEMENT

"Personal Data" in this statement has the same meaning as "personal data" defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO"), which include your and your proxy's name and address. Your supply of the Personal Data is on a voluntary basis and for the purpose of processing your instructions as stated in this Proxy Form (the "Purposes"). If you fail to supply sufficient information, the Company may not be able to process your instructions. The Company may disclose or transfer the Personal Data to its subsidiaries, its Share Registrar and/or third party service provider who provides administrative, computer and other services to the Company 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. The Personal Data will be retained for such period as may be necessary to fulfil the Purposes (including for verification and record purposes). Request for access to and/or correction of the Personal Data can be made in accordance with the provisions of the PDPO and any such request should be in writing and sent to the Privacy Compliance Officer of Tricor Investor Services Limited at the above address.