



HOPEFLUENT GROUP HOLDINGS LIMITED

合富輝煌集團控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 733)

SECOND FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING TO BE HELD ON 15 JUNE, 2023

I/We (Note 1) _____

of _____

being the registered holder(s) of _____ shares (Note 2) of HK\$0.01 (“Shares”) each in the capital of Hopefluent Group Holdings Limited (the “Company”), HEREBY APPOINT THE CHAIRMAN OF THE MEETING or (Note 3) _____

of _____ as my/our proxy to attend on my/our behalf at the Annual General Meeting (the “Meeting”) (and at any adjournment thereof) of the Company to be held at Boardroom 3-4, Mezzanine Floor, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on 15 June, 2023 (Thursday) at 3:00 p.m. for the purpose of considering and, if thought fit, passing the resolutions set out in the notice and supplemental notice convening the said meeting and at such meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below (Note 4):

	ORDINARY RESOLUTION (Note 5)	FOR (Note 4)	AGAINST (Note 4)
1.	To receive and consider the audited financial statements and the reports of the directors and of the auditors for the year ended 31 December, 2022.		
2a.	To re-elect the following persons as directors:		
	(i) FU EAR LY	(i)	(i)
	(ii) LAM KING PUI	(ii)	(ii)
	(iii) NG KEUNG	(iii)	(iii)
	(iv) CAO QIMENG	(iv)	(iv)
	(v) XU JING	(v)	(v)
2b.	To authorise the board of directors to fix directors' remuneration until the conclusion of the next annual general meeting.		
3.	To re-appoint BDO Limited as the Company's Auditors and to authorise the board of directors to fix their remuneration.		
4.	To give a general mandate to the directors to allot, issue and deal with additional shares not exceeding 20% of the aggregate nominal amount of the issued share capital as at the date of this resolution.		
5.	To give a general mandate to the directors to purchase shares not exceeding 10% of the aggregate nominal amount of the issued share capital as at the date of this resolution.		
6.	To extend the general mandate granted to the directors to issue shares in the capital of the Company by adding an amount representing the aggregate nominal amount of the share capital of the Company repurchased pursuant to the foregoing resolution no. 5.		
7.	To re-elect Mr. Zhu Rongbin as an executive Director.		
8.	To re-elect Mr. Gao Bin as an executive Director.		

Dated this _____ day of _____, 2023

Signature _____

IMPORTANT: You should first review the circular dated 26 April 2023 and the supplemental notice dated 30 May 2023 of the Company before appoint proxy.

Notes:

- Full name(s) and address(es) to be inserted in BLOCK LETTERS.
- Please insert the number of shares registered in your name(s). If no number is inserted, this Second Proxy Form will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, please strike out words “THE CHAIRMAN OF THE MEETING” and insert the name and address of the proxy desired in the space provided. You may appoint one or more proxies to attend the Meeting. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS 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 THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK THE APPROPRIATE BOX MARKED “AGAINST”.** Failure to complete any of the boxes will entitle your proxy to cast his vote 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 referred to in the notice and supplemental notice convening the meeting.
- The full text of each resolution referred to above appears in the notices of the Meeting dated 26 April, 2023 and dated 30 May 2023.
- This Second Proxy Form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorised.
- In the 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 the 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.
- To be valid, this Second Proxy Form, together with the power of attorney (if any) 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 registrars in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong appointed for holding the meeting (i.e. before 3:00 p.m. on 13 June, 2023) or any adjournment thereof.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish, and in such event, the Second Proxy Form shall be deemed to be revoked.
- A Shareholder who has not yet lodged the First Form of Proxy** as defined in the supplemental notice in accordance with the instructions printed thereon is requested to lodge the Second Form of Proxy if he or she wishes to appoint proxies to attend the AGM on his or her behalf. In this case, the First Form of Proxy should not be lodged.
 - A Shareholder who has already lodged the First Form of Proxy** in accordance with the instructions printed thereon should note that:
 - If no Second Form of Proxy is lodged in accordance with the instructions printed thereon, the First Form of Proxy will be treated as a valid form of proxy lodged by the shareholder if duly completed. The proxy appointed under the First Form of Proxy will be entitled to vote in accordance with the instructions previously given by the shareholder under the First Form of Proxy or at his/her discretion (if no such instructions are given) on any resolution properly put to the AGM, including the additional resolutions as set out in the supplemental notice.
 - If the Second Form of Proxy is lodged in accordance with the instructions printed thereon not less than 48 hours before the time appointed to hold the AGM (i.e. not later than 3:00 p.m. on 13 June 2023) or any adjourned meeting (the “Closing Time”) and is duly completed, the Second Form of Proxy will be treated as a valid form of proxy lodged by the shareholder, and the First Form of Proxy will be deemed revoked.
 - If the Second Form of Proxy is lodged after the Closing Time or is not duly completed, the Second Form of Proxy will be invalid and will not revoke the First Form of Proxy. The First Form of Proxy will be treated as a valid form of proxy lodged by the shareholder if duly completed. The proxy appointed under the First Form of Proxy will be entitled to vote in accordance with the instructions previously given by the shareholder under the First Form of Proxy or at his/her discretion (if no such instructions are given) on any resolution properly put to the AGM, including the additional resolutions as set out in the supplemental notice.

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 (“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/Privacy Compliance Officer of Tricor Investor Services Limited at the above address.