

# FINSOFT FINANCIAL INVESTMENT HOLDINGS LIMITED

## 匯財金融投資控股有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8018)

### FORM OF PROXY FOR THE ANNUAL GENERAL MEETING (“MEETING”) TO BE HELD ON FRIDAY, 23 JUNE 2023 (OR ANY ADJOURNMENT THEREOF)

I/We <sup>(note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(note 2)</sup> \_\_\_\_\_ shares of HK\$0.05 each  
in the capital of Finsoft Financial Investment Holdings Limited (“Company”) hereby appoint <sup>(note 3)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him/her the chairperson of the Meeting as my/our proxy to attend on my/our behalf at the Meeting to be held at Unit 708, 7th Floor, Capital Centre, 151 Gloucester Road, Wanchai, Hong Kong at 11:00 a.m. on Friday, 23 June 2023 or at any adjournment thereof for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting (“Notice”) and at the Meeting (or any adjournment thereof) to vote for me/us and on my/our behalf in respect of the resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit:

| Ordinary Resolutions <sup>(note 9)</sup> |  | For <sup>(note 4)</sup> | Against <sup>(note 4)</sup> |
|--|--|-------------------------|-----------------------------|
| 1.                                       | To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries together with the reports of the directors (“Directors”) and the auditor of the Company for the year ended 31 December 2022.  |                         |                             |
| 2.                                       | (a) To re-elect Ms. Tin Yat Yu Carol as an executive Director.   |                         |                             |
|  | (b) To re-elect Mr. Chan Wai Lung as an executive Director.  |                         |                             |
|  | (c) To re-elect Mr. Hon Ming Sang as an independent non-executive Director.  |                         |                             |
| 3.                                       | To authorise the board of Directors (“Board”) to fix the Directors’ remuneration.  |                         |                             |
| 4.                                       | To re-appoint RSM Hong Kong as the auditor of the Company and to authorise the Board to fix their remuneration.  |                         |                             |
| 5.                                       | To grant the Repurchase Mandate (as defined in the circular of the Company dated 23 May 2023 (“Circular”)) to the Directors to repurchase shares of the Company in the manner as set out in resolution no. 5 of the Notice.  |                         |                             |
| 6.                                       | To grant the Issue Mandate (as defined in the Circular) to the Directors to issue, allot and otherwise deal with additional shares of the Company in the manner as set out in resolution no. 6 of the Notice.  |                         |                             |
| 7.                                       | To extend the Issue Mandate by adding to it such number of shares of the Company repurchased under the Repurchase Mandate in the manner as set out in resolution no. 7 of the Notice.  |                         |                             |
| Special Resolution <sup>(note 9)</sup>   |  | For <sup>(note 4)</sup> | Against <sup>(note 4)</sup> |
| 8.                                       | To approve the second amended and restated memorandum and articles of association of the Company and the adoption of the same and to authorise the Directors to do all things necessary to implement the adoption of the second amended and restated memorandum and articles of association of the Company in the manner as set out in resolution no. 8 of the Notice. |                         |                             |

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2023

Signature(s) <sup>(note 5)</sup>: \_\_\_\_\_

#### Notes:

- Full name(s) and address to be inserted in **BLOCK CAPITALS** as shown in the register of members of the Company. 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 in the capital of the Company registered in your name(s).
- A proxy need not be a member of the Company. A member is entitled to appoint a proxy/proxies to attend and vote in his/her/its stead. If such an appointment is made, you may delete the words “or failing him/her the chairperson of the Meeting” and insert the name and address of the person appointed as proxy in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- PLEASE INDICATE WITH A “✓” IN THE APPROPRIATE SPACE** beside each item how you wish the proxy to vote on your behalf. If this form is returned duly signed, but without any such indication, the proxy will vote at his/her discretion or abstain. Your proxy will also be entitled to vote at his/her discretion or abstain on any resolution(s) properly put to the Meeting other than those referred to in the Notice.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be under seal or under the hand of an officer or attorney duly authorised. The signature must match the records maintained by the Company’s branch share registrar and transfer office in Hong Kong.
- In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy or by representative, will be accepted to the exclusion of the votes of the other joint holder(s). For this purpose, seniority is determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- 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 notarially certified copy thereof must be deposited with the Company’s branch share registrar and transfer office in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong as soon as possible but in any event by 11:00 a.m. on Wednesday, 21 June 2023 or not less than 48 hours before the time appointed for holding any adjournment of the Meeting.
- Completion and delivery 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, but the authority of your proxy will be deemed to be revoked forthwith.
- The descriptions of certain resolutions are by way of summary only. Please refer to the Notice for the full text.
- References to time and dates in this instrument are to Hong Kong time and dates.

#### 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/Union Registrars Limited at the above address.

\* For identification purposes only