



# Pan Asia Data Holdings Inc.

## 聯洋智能控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1561)

### SECOND PROXY FORM FOR ANNUAL GENERAL MEETING (or at any adjournment thereof)

I/We <sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>2</sup> \_\_\_\_\_ share(s) of HK\$0.01 each in the capital  
of Pan Asia Data Holdings Inc. (the "Company") HEREBY APPOINT \_\_\_\_\_ or <sup>3</sup>  
**THE CHAIRMAN OF THE MEETING** as my/our proxy to attend the annual general meeting of the Company (the "Meeting") (or any adjournment thereof)  
to be held at Kennedy Room, Level 7, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Wednesday, 30 June 2021 at 3:00 p.m. and vote for  
me/us and on my/our behalf in respect of the undermentioned resolutions to be proposed at the Meeting in the manner as indicated below.

	ORDINARY RESOLUTIONS	FOR <sup>4</sup>	AGAINST <sup>4</sup>
1.	To receive and consider the audited financial statements and the reports of the directors of the Company (collectively the "Directors" and each a "Director") and the independent auditor of the Company for the year ended 31 December 2020.		
2.	(i) (a) To re-elect Mr. Wang Jianping as Director.		
	(b) To re-elect Dr. Shi Ping as Director.		
	(ii) To authorize the board of Directors (the "Board") to fix the Directors' remuneration.		
3.	To re-appoint Baker Tilly Hong Kong Limited as auditor and authorize the Board to fix their remuneration.		
4.	(i) To grant a general mandate to the Directors to repurchase securities of the Company.		
	(ii) To grant a general mandate to the Directors to issue additional securities of the Company.		
	(iii) To extend the general mandate regarding the issue of securities of the Company by the amount of securities repurchased under the general mandate for the repurchase of securities.		
	(iv) To approve and adopt the Share Option Scheme (as defined in the supplemental circular of the Company dated 28 May 2021) and to authorize the Directors to do acts and enter into transactions and arrangements to give full effect to the Share Option Scheme.		

This proxy form revokes and supersedes any form of proxy I/we may have previously submitted in respect of the Meeting.

Date: \_\_\_\_\_ 2021 Signature <sup>5</sup>: \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of shares of HK\$0.01 each registered in your name(s) to which this proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out "or **THE CHAIRMAN OF THE MEETING**" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete a box will entitle your proxy to cast or not to cast his votes on the relevant resolutions at his discretion. Your proxy will also be entitled to vote at his discretion on any resolutions properly put to the Meeting other than those referred to in the notices convening the Meeting.
- This proxy form must be signed by you or your attorney duly authorized in writing or, in case of a corporation, either under its seal or under the hand of an officer or attorney or other person duly authorized.
- Where there are joint holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders are present at the Meeting personally or by proxy, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be 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 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 branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours (i.e. 3:00 p.m. on Monday, 28 June 2021) before the time appointed for holding the Meeting.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Delivery of an instrument appointing a proxy shall not preclude you from attending and voting in person at the Meeting and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- If you have already properly completed and lodged the First Proxy Form (as defined in the supplemental circular of the Company dated 28 May 2021) with the branch share registrar and transfer office of the Company in Hong Kong:
  - subject to (b) below, the First Proxy Form shall be treated as a valid form of proxy lodged by you. The proxy so appointed by you shall vote in such manner as he may be directed under the First Proxy Form and shall be entitled to vote at his discretion or abstain from voting on the additional proposed ordinary resolution regarding the adoption of the Share Option Scheme; and
  - if you properly complete and lodge this proxy form with the branch share registrar and transfer office of the Company in Hong Kong, this proxy form so lodged shall revoke and supersede the First Proxy Form previously lodged by you. The proxy so appointed by you in this proxy form shall vote in such manner as he may be directed under this proxy form.

#### 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 (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.