

RISECOMM GROUP HOLDINGS LIMITED

瑞斯康集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1679)

Number of shares to which this form of proxy relates (Note 1)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON MONDAY, 15 JUNE 2020

I/We ^{(No}	ote2)			
of				
being t	ne registered holder(s) of share	s in the issued share capital of Rise	comm Group Holding	s Limited (the "Company")
hereby	appoint the Chairman of the meeting ^(Note 3) or			
as my/o thinks Voeux	our proxy to attend, act and vote for me/us and on my/our behalf in resperit, at the annual general meeting (the "AGM") of the Company for the Road Central, Hong Kong on Monday, 15 June 2020 at 9:30 a.m. (and a tick ("\sqrt{"}") the appropriate boxes to indicate how you wish your vote(s)	year 2020 to be held at REF Financi at any adjournment thereof).		
	ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To consider and adopt the audited consolidated financial statements of the Company and directors and auditor for the year ended 31 December 2019.	I its subsidiaries and the reports of the		
2.	(a) To re-elect Mr. Tang Andong as executive director of the Company.			
	(b) To re-elect Mr. Wang Shiguang as non-executive director of the Company.			
	(c) To re-elect Mr. Zhou, Francis Bingrong as non-executive director of the Compa	any.		
	(d) To re-elect Mr. Ong King Keung as independent non-executive director of the	Company.		
	(e) To re-elect Ms. Lo Wan Man as independent non-executive director of the Com	npany.		
	(f) To re-elect Mr. Zou Heqiang as independent non-executive director of the Com	pany.		
	(g) To authorize the board of directors of the Company to fix the directors' remund	eration.		
3.	To re-appoint KPMG as auditor of the Company and to authorize the board of diremuneration.	irectors of the Company to fix their		
4.	To give a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the aggregate number of shares of the Company in issue as at the date of passing of this resolution ("Share Repurchase Mandate").			
5.	To give a general mandate to the directors to allot, issue and deal with authorised and unissued shares of the Company no exceeding 20% of the aggregate number of shares of the Company in issue as at the date of passing of this resolution ("Issue Mandate").			
6.	Conditional upon the passing of resolutions nos. 4 and 5, to extend the Issue Mandate granted to the directors of the Company to issue, allot and deal with authorized and unissued shares of the Company by the aggregate number of shares repurchased by the Company under the Share Repurchase Mandate.			
Date:	2020	Signature(s)(Note 5)		
Notes:				
1.	Please insert the number of shares to which this form of proxy relates. If no number is inse If more than one proxy is appointed, the number of shares in respect of which each such pr		ate to all the shares of the C	ompany registered in your name(s).
2.	Full name(s) and address(es) to be inserted in BLOCK CAPITALS. In the case of joint registered holders, the names of all joint registered holders should be stated.			
3.	If any proxy other than the Chairman of the meeting is preferred, please strike out the words "the Chairman of the meeting" and insert the name and address of the proxy desired in the space provides			

- Any shareholder who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf. A proxy need not be a shareholder of the Company but must attend the AGM in person to represent the member. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (" \checkmark ") THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK ("\sqrt{n}") THE BOX MARKED "AGAINST". If no direction is given, your proxy will vote or abstain at his discretion on any resolution(s) properly put to the AGM other than those referred to in the notice convening the AGM.
- This form of proxy must be signed by you or your attorney duly authorized in writing. In case of a corporation, the same must be either under its common seal or under the hand of an officer or attorney so authorized. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.
- In 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 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 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 certified copy thereof, must be deposited at the Company's branch share registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the AGM or the adjourned meeting (i.e. not later than 9:30 a.m. on Saturday, 13 June 2020).
- No instrument appointing a proxy shall be valid after the expiration of 12 months from the date named in it as the date of its execution, except at an adjourned meeting where the meeting was originally held within 12 months from such date
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the AGM if you so wish and, in such event, the form of proxy shall be deemed to be revoked.
- References to time and dates in this form of proxy 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 AGM 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 need to receive 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 to Tricor Investor Services Limited at the above