



DIT GROUP LIMITED
築友智造科技集團有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 726)

FORM OF PROXY FOR ANNUAL GENERAL MEETING

I/We⁽¹⁾ _____
of _____
being the registered holder(s) of _____ shares⁽²⁾ of HK\$0.40 each in the capital of DIT Group Limited
(the "Company"), **HEREBY APPOINT THE CHAIRMAN OF THE MEETING** or⁽³⁾ _____
of _____
or (email address) _____

as my/our proxy to vote and act for me/us at the Annual General Meeting (and at any adjournment thereof) of the Company to be held with the combination of a physical meeting at Room 7707-7708, 77th Floor, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong and online through an online platform on Tuesday, 24 May 2022 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the said 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, or, if no such indication is given, as my/our proxy thinks fit.

Ordinary Resolutions		For ⁽⁴⁾	Against ⁽⁴⁾
1.	To receive and consider the audited financial statements and the reports of the directors and the auditors of the Company for the year ended 31 December 2021.		
2.	To declare and pay a final dividend equivalent to HK\$0.01 per ordinary share of HK\$0.40 each in the share capital of the Company for the year ended 31 December 2021 to the shareholders of the Company whose names appear on the register of members of the Company on Wednesday, 1 June 2022.		
3.	(i) To re-elect Mr. Liu Weixing as an executive director of the Company.		
	(ii) To re-elect Ms. Wang Jing as an executive director of the Company.		
	(iii) To re-elect Mr. Guo Jianfeng as a non-executive director of the Company.		
	(iv) To re-elect Mr. Lee Chi Ming as an independent non-executive director of the Company.		
	(v) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.		
4.	To re-appoint PricewaterhouseCoopers as auditor of the Company and to authorise the board of directors of the Company to fix its remuneration.		
5.	To grant a general mandate to the directors of the Company to allot, issue and deal with shares of the Company.		
6.	To grant a general mandate to the directors of the Company to repurchase shares of the Company.		
7.	To extend, conditional upon the above resolutions no. 5 and no. 6 being duly passed, the general mandate to allot, issue and deal with shares by adding the shares repurchased by the Company pursuant to the general mandate granted under the above resolution no. 6.		

I/We hereby acknowledge and confirm as follows:

- I/we am/are duly authorised by my/our proxy to provide his/her personal information (including the email address) above;
- (where an email address is provided) the Company and its agents are authorised to send the login details to access the online platform to my/our proxy through the email address provided above;
- I have checked and ensured that all information provided in this form of proxy is accurate and complete. Neither the Company nor its agents assume any obligation or liability whatsoever in respect of the accuracy or completeness of the information provided, or in connection with the transmission of the login details or any use of the login details for voting or otherwise;
- if I/we or my/our proxy cast my/our votes through the online platform, such votes are irrevocable once the voting session of the meeting ends; and
- if my/our proxy has not received the login details by email by 12:00 noon on Monday, 23 May 2022, I/we understand that I/we should reach out to the Hong Kong branch share registrar and transfer office of the Company for assistance.

Dated this _____ day of _____ 2022

Signed ^(Note 5) : _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS** as registered in the register of members of the Company.
- Please insert the number of shares of HK\$0.40 each in the Company to which this form of proxy relates 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 Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out the words "the Chairman of the Meeting or" herein stated and insert the name and address of the proxy desired in the space provided in **BLOCK CAPITALS**. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE APPROPRIATE BOXES MARKED "AGAINST".** Failure to complete any or all the boxes will entitle your proxy to cast his votes 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 convening the meeting.
- 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 either under its common seal or under the hand of an officer or attorney duly authorised.
- Where there are joint registered holders of any share(s), any one of such persons may vote at the meeting, either through online platform or by proxy, in respect of such share(s) as if he/she is solely entitled to, but if more than one of such joint holders be present at the meeting through online platform that only one device is allowed per login or by proxy.
- 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 notarially certified copy thereof must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof.
- The proxy need not be a member of the Company but must attend the meeting to represent you. A member of the Company who is the holder of two or more shares may appoint more than one proxy to attend the meeting and vote for him.
- Completion and delivery of the form of proxy will not preclude you from attending and voting by means of electronic facilities at the annual general meeting or any adjournment thereof if you so wish.
- Any alteration made in this form of proxy must be initialled by the person who signs it.