



**力世紀有限公司**  
**WE SOLUTIONS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock code: 860)**

**SECOND PROXY FORM FOR 2019 ANNUAL GENERAL MEETING**

Second form of proxy for use by shareholders at the annual general meeting to be convened at 11:00 a.m. on Thursday, 21 March 2019 at 8/F., Building 22E, Phase Three, Hong Kong Science Park, Pak Shek Kok, New Territories, Hong Kong (or any adjournment thereof).

I/We (note a) \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ (note b) shares of HK\$0.1 each in the share capital of WE Solutions Limited (the "Company") hereby appoint the Chairman of the annual general meeting of the Company (the "Meeting") or \_\_\_\_\_  
of \_\_\_\_\_  
to act as my/our proxy (note c) to attend on my/our behalf at the Meeting to be held at 11:00 a.m. on Thursday, 21 March 2019 at 8/F., Building 22E, Phase Three, Hong Kong Science Park, Pak Shek Kok, New Territories, Hong Kong and at any adjournment thereof for the purpose of considering and, if thought fit, passing the resolutions set out in the notice of the Meeting dated 31 January 2019 as set out in the circular of the Company dated 31 January 2019 (the "Original Notice") and the supplemental notice of the Meeting dated 5 March 2019 as set out in the supplemental circular of the Company dated 5 March 2019 (the "Supplemental Notice") and to vote on my/our behalf as directed below.

Please put a "✓" in the appropriate boxes to indicate how you wish your vote(s) to be cast (note d).

|    | <b>ORDINARY RESOLUTIONS</b>  | <b>FOR (note d)</b> | <b>AGAINST (note d)</b> |
|----|--|---------------------|-------------------------|
| 1. | To receive and consider the audited consolidated financial statements and the reports of the directors and auditors of the Company for the year ended 30 September 2018  |                     |                         |
| 2. | (a) To re-elect Mr. Zhang Jinbing as a director<br>(b) To re-elect Mr. Tam Ping Keun, Daniel as a director<br>(c) To re-elect Mr. Peter Edward Jackson as a director<br>(d) To authorise the board of directors of the Company to fix the directors' remuneration                            |                     |                         |
| 3. | To re-appoint Ernst & Young as auditors and authorise the board of directors of the Company to fix their remuneration  |                     |                         |
| 4. | To grant a general mandate to the directors of the Company to allot, issue and otherwise deal with the Company's new shares up to 20% of the issued share capital of the Company   |                     |                         |
| 5. | To grant a general mandate to the directors of the Company to purchase the Company's shares up to 10% of the issued share capital of the Company   |                     |                         |
| 6. | To extend the general mandate granted to the directors to issue new shares in the capital of the Company pursuant to resolution no. 4 with an amount representing the aggregate amount of the share capital of the Company repurchased pursuant to the foregoing resolution no. 5, if passed |                     |                         |
| 7. | To re-elect Mr. Sung Kim Man as a director   |                     |                         |

Dated \_\_\_\_\_

Shareholder's signature \_\_\_\_\_ (notes e, f, g and j)

**Notes:**

- Full name(s) and address(es) are to be inserted in BLOCK CAPITALS.
- 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. If you wish to appoint a person other than the Chairman of the Meeting as your proxy, please delete the words "the Chairman of the annual general meeting of the Company ("Meeting") or" and insert the name and address of the person appointed as your proxy in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick ("✓") the boxes marked "For". If you wish to vote against any of the resolutions, please tick ("✓") the boxes marked "Against". If the form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those set out in the Original Notice and the Supplemental Notice. For the full text and details of the resolutions indicated above, please refer to the Original Notice and the Supplemental Notice.
- In the case of a joint share holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the Meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney or other person duly authorised.
- 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 of such power or authority must be deposited at the office of the Company's Hong Kong branch share registrar, Tricor Tengis Limited (the "Share Registrar") of Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time fixed for holding the Meeting or any adjourned meeting thereof (the "Closing Time").
- If you have not yet lodged the form of proxy enclosed in the Original Notice (the "First Proxy Form") with the Share Registrar, you are requested to lodge this proxy form if you wish to appoint proxy(ies) to attend the Meeting on your behalf. In this case, the First Proxy Form should not be lodged with the Share Registrar.
- If you have already lodged the First Proxy Form with the Share Registrar, please note that:
  - subject to (iii) below, if this proxy form is not lodged with the Share Registrar, the First Proxy Form will be treated as a valid proxy form lodged by you if correctly completed. The proxy so appointed by you shall be required to vote in such manner as he/she may be directed under the First Proxy Form, and in respect of the resolution for the proposed re-election of Mr. Sung Kin Man as a director as set out in the Supplemental Notice, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolution.
  - if this proxy form is lodged with the Share Registrar before the Closing Time, this proxy form will revoke and supersede the First Proxy Form previously lodged by you. This proxy form will be treated as a valid form of proxy lodged by you if correctly completed.
  - if this proxy form is lodged with the Share Registrar after the Closing Time, this proxy form will be invalid. However, it will revoke the First Proxy Form previously lodged by you, and any vote that may be cast by the purported proxy (whether appointed under the First Proxy Form or this proxy form) will not be counted in any poll which will be taken on the proposed resolution. Accordingly, you are advised not to lodge this proxy form after the Closing Time. If you wish to vote at the Meeting, you will have to attend in person and vote at the Meeting yourself.
- Any alteration made to this form should be initialled by the person who signs the form.
- Completion and return 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.

**PERSONAL INFORMATION COLLECTION STATEMENT**

"Personal Data" in this proxy form has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Cap 486 ("PDPO"), which includes your and your proxy's name and address. Your and your proxy's Personal Data provided in this proxy form will be used in connection with processing your request for the appointment of a proxy to attend, act and vote on your behalf as directed above at the Meeting. The supply of your and your proxy's Personal Data is on voluntary basis. However, we may not be able to process your request unless you provide us with your and your proxy's Personal Data. Your and your proxy's Personal Data will be disclosed or transferred to the Company's Branch Share Registrar and/or other companies or bodies for the purpose stated above, or when it is required to do so by law, for example, in response to a court order or a law enforcement agency's request, and will be retained for such period as may be necessary for our verification and record purpose. By providing your proxy's Personal Data in this proxy form, you should have obtained the express consent (which has not been withdrawn in writing) from your proxy in using his/her Personal Data provided in this proxy form and that you have informed your proxy of the purpose for and the manner in which his/her Personal Data may be used. You/your proxy have/has the right to request access to and/or correction of your/your proxy's Personal Data respectively in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your/your proxy's Personal Data should be in writing by mail to the Company/Tricor Tengis Limited at the above address.