

CST GROUP LIMITED

中譽集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 985)

FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING TO BE HELD ON 15 SEPTEMBER 2023 (OR ANY ADJOURNMENT THEREOF)

I/We⁽¹⁾ _____
of _____
being the registered holder(s) of⁽²⁾ _____ share of HK\$0.01 each in the share capital of CST Group Limited (the “Company”) hereby appoint the Chairman of the Meeting (as defined below), or⁽³⁾ _____
of _____
as my/our proxy/proxies to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company (and at any adjournment thereof) to be held at Boardroom 3-4, Mezzanine Floor, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on Friday, 15 September 2023 at 10:00 a.m. (the “Meeting”) and to vote in respect of the following resolutions as indicated and on any other business that may properly come before the Meeting, and, 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 of the Company and the reports of the directors and auditor of the Company for the year ended 31 March 2023.		
2.	(A) To re-elect Mr. Chiu Tao as an executive director of the Company.		
	(B) To re-elect Mr. Hui Richard Rui as an executive director of the Company.		
	(C) To re-elect Mr. Kwan Kam Hung, Jimmy as an executive director of the Company.		
	(D) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.		
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as auditor of the Company and to 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 deal with additional shares not exceeding 20% of the total number of shares of the Company in issue on the date of passing this resolution.		
5.	To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the total number of shares of the Company in issue on the date of passing this resolution.		
6.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares in the capital of the Company by adding to it the number of shares repurchased by the Company.		
SPECIAL RESOLUTION*		FOR ⁽⁴⁾	AGAINST ⁽⁴⁾
7.	To approve the proposed amendments to the existing memorandum and articles of association of the Company and the proposed adoption of the new memorandum and articles of association of the Company and to authorise any one director, registered office provider or company secretary of the Company to execute all such documents and do all such other acts and things to effect the same.		

* For the full text of the proposed resolutions, please refer to the notice convening the Meeting as contained in the Company's circular dated 21 July 2023.

Date: _____

Signature⁽⁵⁾: _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holder 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 shares of the Company registered in your name(s).
- If you wish to appoint a proxy or proxies other than the Chairman of the Meeting, please strike out “the Chairman of the Meeting (as defined below), or” and insert the name and address of the person(s) you wish to appoint in the space provided. If no name is inserted, the Chairman of the Meeting will act as your proxy. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.** A proxy need not be a member of the Company but must attend the Meeting in person to represent you. Please note that according to the articles of association of the Company, no member of the Company may appoint more than two proxies to attend and vote at a general meeting of the Company (other than HKSCC Nominees Limited or its successor thereto who may appoint more than two proxies).
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK (“✓”) IN THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK (“✓”) IN THE RELEVANT BOX MARKED “AGAINST”.** Failure to tick either box or write the number of votes in the box in respect of a resolution will entitle your proxy/proxies to cast your votes at his/her/their discretion or to abstain from voting. Your proxy/proxies will also be entitled to vote at his/her/their discretion or to abstain from voting on any resolution properly put before the Meeting other than those referred to above.
- The form of proxy must be signed by you or your attorney duly authorized in writing. In the case of a corporation, this form must be executed either under seal or under the hand of an officer or attorney duly authorised in writing.
- In the case of joint registered holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s) 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 joint holding.
- 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 Hong Kong branch share registrar, Tricor Tengis Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the Meeting or any adjournment thereof.
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish and in such event, this form of proxy shall be deemed to be revoked.
- For the avoidance of doubt, the Company does not accept any special instructions written on this form of proxy.

PERSONAL INFORMATION COLLECTION STATEMENT

- “Personal Data” in these statements has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (the “PDPO”).
- Your supply of Personal Data to the Company is on a voluntary basis. In the event of failure to provide sufficient information, the Company may not be able to process your instructions and/or requests as stated in this form.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its share registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing to the Personal Data Privacy Officer of Tricor Tengis Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.