



研祥智能科技股份有限公司

EVOC Intelligent Technology Company Limited*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2308)

Proxy Form for the Extraordinary General Meeting to be held on 19 October 2022 (or at any adjournment thereof)

No. of shares to which this Proxy relates ¹	
Type of shares (domestic shares or H shares of the Company) to which this Proxy relates ¹	

I/We² _____
 (of _____)
 being the registered holder(s) of domestic share(s)/H share(s)³ of EVOC Intelligent Technology Company Limited (the "Company"), HEREBY APPOINT the Chairman of the extraordinary general meeting of the Company or⁴ _____
 (of _____) as my/our proxy at the extraordinary general meeting of the Company (or at the adjournment thereof) (the "EGM") to be held at 19/F, EVOC Technology Building, No. 31 Gaoxinhongsi Road, Nanshan District, Shenzhen, the People's Republic of China at 9:30 a.m. on Wednesday, 19 October 2022 for the purpose of considering and, if thought fit, passing the special resolution as set out in the Notice of the EGM dated 30 September 2022 and the EGM to vote on my/our behalf in respect of the resolution as directed below:

Special Resolution		For ⁵	Against ⁵
1.	<p>(a) To consider and, if thought fit, to approve, confirm and ratify the Merger Agreement dated 8 August 2022 entered into between the Company and the Offeror and the Merger and the transactions contemplated under the Merger Agreement.</p> <p>(b) To consider and, if thought fit, to approve that any director of the Company be authorised to do all such acts and things, to sign and execute all such other documents, deeds and instruments, to make applications to the relevant regulatory authorities and to take such steps as he may consider necessary, appropriate, expedient and in the interest of the Company to give effect to and in connection with any transactions contemplated under the Merger Agreement.</p>		

Signed this date of _____ 2022

Signature(s) _____
Holder(s) of domestic share(s)
or H share(s)

* For identification purpose only

Notes:

1. Please insert the number of domestic share(s) or H share(s) relating to this proxy form. If no number or class is inserted, this proxy form will be deemed to relate to all such shares in the capital of the Company registered in your name(s).
2. Please insert full name(s) (in Chinese and English) and registered address(s) (as shown in the register of members of the Company) in **BLOCK LETTERS**.
3. Please delete as appropriate.
4. A proxy need not be a member of the Company. A holder of domestic share(s) or H share(s) is entitled to appoint one or more proxies to attend and vote in his/her stead. If such an appointment is made, you may delete the words “the chairman of the extraordinary general meeting of the Company or” and insert the name and address of the person appointed as proxy in the space provided. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
5. Please indicate with a “✓” in the appropriate space how you wish the proxy to vote on your behalf on a poll. If this form is returned duly signed, but without any such indication, the proxy will vote or abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the EGM other than those referred to in the Notice of the EGM.
6. In the case of joint holders, the vote of the senior who tenders as vote, whether in person or by proxy or by representative, will be accepted to the execution of the votes of the other joint holder(s). For this purpose, seniority is determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
7. This proxy form must be signed by you or your attorney duly authorized in writing or, in the case of corporation, must be under its common seal or under the hand of an officer or attorney duly authorised. If the proxy form is signed by your attorney, the written authorization or other authorization documents of such attorney should be notarized.
8. In order to be valid, for holder(s) of domestic share(s) or H share(s), the written authorization or authorization documents which have been notarized, if any, together with this completed proxy form must be delivered to the Company’s correspondence address in the PRC not less than 24 hours before the time of the holding of the EGM. In order to be valid, for holders of H shares, the above documents must be delivered to the H share registrar of the Company prior to the same deadline. The H share registrar of the Company is Tricor Abacus Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.
9. Completion and delivery of the proxy form will not preclude you from attending and voting at the EGM if you so wish.