

PENTAMASTER INTERNATIONAL LIMITED

檳傑科達國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1665)

FORM OF PROXY FOR USE AT ANNUAL GENERAL MEETING TO BE HELD ON THURSDAY, 6 JUNE 2024

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ ordinary share(s) of HK\$0.01 each (the “Share(s)”) in the share capital of Pentamaster International Limited (the “Company”) hereby appoint the Chairman of the annual general meeting of the Company (the “Annual General Meeting”), or failing him/her ^(Note 3) _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting to be held at 20/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong, on Thursday, 6 June 2024 at 10:00 a.m. (or at any adjournment thereof), in respect of the resolutions set out in the notice convening the Annual General Meeting as hereunder indicated, and if no such indication is given, as my/our proxy thinks fit. My/our proxy will also be entitled to vote on any matter properly put to the Annual General Meeting in such manner as he/she thinks fit.

ORDINARY RESOLUTIONS ^(Note 4)		For ^(Note 5)	Against ^(Note 5)
1.	To consider and adopt the audited consolidated financial statements of the Company and the reports of directors and the auditors of the Company for the year ended 31 December 2023.		
2.	To declare a final dividend of HK\$0.02 per ordinary share of the Company for the year ended 31 December 2023.		
3.	(a) (i) To re-elect Mr. Sim Seng Loong @ Tai Seng as an independent non-executive director of the Company (the “Director”).		
	(ii) To re-elect Ms. Chan May May as an independent non-executive Director.		
	(b) To authorize the board of Directors (the “Board”) to fix the Directors’ remuneration.		
4.	To re-appoint Grant Thornton Hong Kong Limited as auditor of the Company and authorize the Board to fix their remuneration.		
5.	(A) To give a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the issued shares of the Company (the “Issue Mandate”).		
	(B) To give a general mandate to the Directors to buy back Shares not exceeding 10% of the issued shares of the Company.		
	(C) To extend the Issue Mandate by the number of Shares bought back by the Company.		
SPECIAL RESOLUTION ^(Note 4)		For ^(Note 5)	Against ^(Note 5)
6.	To consider and approve the proposed amendments to the existing memorandum and articles of association of the Company and to adopt the third amended and restated memorandum and articles of association of the Company.		

Date: _____ 2024

Signature ^(Note 6): _____

Notes:

- Full name(s) and address(es) shall be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- Please insert the number of Shares registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all Shares in the capital of the Company registered in your name(s).
- Full name(s) and address(es) shall be inserted in **BLOCK CAPITALS**. If not completed, the chairman of Annual General Meeting will act as your proxy.
- The above description of the proposed ordinary resolutions is by way of summary only. The full text appears in the notice of the Annual General Meeting.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED “For”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED “Against”.** Failure to tick a box will entitle your proxy to cast your vote at his/her discretion or to abstain. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Annual General Meeting other than those referred to in the of Annual General Meeting.
- The instrument appointing a proxy shall be in writing and shall be executed under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
- In the case of joint holders of any Share, any one of such persons may vote at the above Annual General Meeting, either personally or by proxy, in respect of such Share as if he/she were solely entitled thereto. However, if more than one of such joint holders be present at the above Annual General Meeting personally or by proxy, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Share.
- To be valid, this form of proxy must be completed, signed and deposited at the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof) or via the designated website (<https://spot-emeeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company, not less than 48 hours before the time for holding the Annual General Meeting. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the Annual General Meeting (or any adjourned meeting thereof) if they so wish.
- A proxy need not be a shareholder of the Company.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the Annual General Meeting or at any adjournment thereof (as the case maybe) should you so wish, and in such event, the form of proxy shall be deemed to be revoked.

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 Meeting 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 Purpose and to such parties who are authorised by law to request 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 may be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing to the Personal Data Privacy Officer of Tricor Investor Services Limited at the above address.