

China Wacan Group Company Limited

中國網成集團股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1920)

FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON THURSDAY, 26 FEBRUARY 2026

I/We (note a) _____
of _____
being the registered holder(s) of (note b) _____ shares of HK\$0.1 each (the "Shares") of ChinaWacan Group Company Limited (the "Company") HEREBY APPOINT the chairman of the meeting (note c), or _____
of _____
to act as my/our proxy at the extraordinary general meeting of the Company (the "Meeting") to be held at Unit 2102, Building 4, Tianan Yungu Industrial Park Phase II, Gangtou Community, Bantian Street, Longgang District, Shenzhen, the PRC on Thursday, 26 February 2026 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolutions as set out in the notice convening the meeting and at the meeting to vote for me/us in my/our name(s) in respect of the said resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

Ordinary Resolutions		For (note d)	Against (note d)
1.	To approve the Subscription Agreement and the transactions contemplated thereunder, and the directors of the Company (the "Directors") be and are hereby granted a specific mandate to exercise all the powers of the Company to allot and issue the Subscription Shares, subject to and in accordance with the terms and conditions set out in the Subscription Agreement; and any one Director be and is hereby authorised to sign, execute, perfect and deliver all such documents and deeds, and do all such acts, matters and things as are, in the opinion of such Director, desirable or expedient to give effect to the Subscription Agreement, all the transactions contemplated thereunder and/or any matter ancillary or incidental thereto (including without limitation the allotment and issue of the Subscription Shares pursuant thereto).		
2.	To approve, confirm and ratify the grant of 3,744,000 share options ("2019 Share Option") under the share option Scheme of the Company adopted on 22 July 2019 ("2019 Share Option Scheme") to Mr. Zhou Zhenlin ("Mr. Zhou"), an executive director of the Company, entitling him to subscribe for an aggregate of 3,744,000 ordinary shares in the share capital of the Company ("Share(s)") at an exercise price of HK\$0.453 per Share (the principal terms and conditions of such grant are set out in the circular of the Company dated 30 January 2026 ("Circular")) under and pursuant to the 2019 Share Option Scheme and on such terms as stipulated in the offer letter issued by the Company pursuant to the 2019 Share Option Scheme; to authorize the board of directors of the Company ("Board") to exercise all rights and powers available to it as it may in its sole discretion consider necessary or expedient to give full effect to the grant of the 2019 Share Options to Mr. Zhou and the issue of the Shares upon exercise of the 2019 Share Options by Mr. Zhou; and to approve, confirm and ratify any and all such acts to effect the aforesaid grant.		
3.	To approve the authorised share capital of the Company be and is hereby increased from HK\$40,000,000 divided into 400,000,000 Shares of HK\$0.1 each to HK\$120,000,000 divided into 1,200,000,000 Shares by the creation of an additional 800,000,000 Shares, and that each such new Share, upon issue and fully paid, shall rank pari passu in all respects with the existing issued Shares and any one or more Directors be and is/are hereby authorised to take such actions, do all such acts and things and execute all such further documents or deeds as he/they may, in his/their absolute discretion, consider necessary, appropriate, desirable or expedient for the purpose of, or in connection with, the implementation of or giving effect to or the completion of any matters relating to the Increase in Authorised Share Capital.		
4.	To approve the adoption of the New Share Scheme and the Scheme Mandate Limit (each as defined in the Circular and the termination of the 2019 Share Option Scheme (as defined in the Circular), and to authorise the Directors to do such acts and things and enter into such transactions, arrangements and agreements as the Directors may in their sole discretion consider necessary.		
Special Resolution		For (note d)	Against (note d)
5.	To approve the Proposed Amendments to paragraph 7 of the amended and restated Memorandum of Association and article 6 of the amended and restated Articles of Association of the Company.		

* The full text of the resolutions are set out in the notice of the Meeting.

Signature (notes e, f, g and h) _____ Date: _____

Notes:

- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The name of all joint registered holders should be stated. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy or more than one proxy (for member holding two or more shares) to attend and, on a poll, vote in his/her stead. A proxy need not be a member of the Company.
- Please insert the number of shares registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the chairman of the meeting is preferred, strike out the words "the chairman of the meeting or" and insert the name and address of the proxy desired in the space provided. The proxy need not be a member of the Company but must attend the meeting in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: If you wish to vote for a resolution, please tick ("✓") the box(es) marked "Against".** Failure to do so will entitle your proxy to vote or abstain at he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- The 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 so authorised.
- In the case of joint holders, any one of such holders may vote at the Meeting, either personally or by proxy, in respect of such Share as if he/she were solely entitled thereto; but if more than one of such holders be present at the Meeting personally or by proxy, that one of the said holders so present whose name stands first on the register of shareholders of the Company in respect of such Share shall alone be entitled to vote in respect thereof.
- 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 Company's branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong, not later than 48 hours before the time of the Meeting or any adjournment thereof.
- Completion and delivery of this form of proxy will not preclude you from attending and voting in person at the Meeting or any adjournment thereof 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 Purposes and to such parties who are authorized 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 can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company/Boardroom Share Registrars (HK) Limited at the above address.