

# King's Stone Holdings Group Limited

## 金石控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 1943)

### FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING (or at any adjournment thereof)

I/We <sup>(Note 1)</sup> \_\_\_\_\_

of \_\_\_\_\_

Being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ Shares of HK\$0.01 each in the capital of King's Stone Holdings Group Limited ("Company"), HEREBY APPOINT <sup>(Notes 3&4)</sup> \_\_\_\_\_

of \_\_\_\_\_

or failing him, the Chairman of the meeting, as my/our proxy to act for me/us at the annual general meeting (or at any adjournment thereof) of the Company to be held at Suite 1306, 13th Floor, Great Eagle Centre, 23 Harbour Road, Wan Chai, Hong Kong on Friday, 26 September 2025 at 2:00 p.m. and in particular (but without limitation) at such meeting (or at any adjournment thereof) on a poll, to vote for me/us and in my/our name(s) as indicated below or, if no such indication is given as my/our proxy thinks fit.

	Ordinary Resolutions <sup>#</sup>	FOR <sup>(Note 5)</sup>	AGAINST <sup>(Note 5)</sup>
1.	To receive and adopt the audited financial statements of the Company, the reports of the directors (the "Director(s)") and the independent auditor (the "Auditor") of the Company for the year ended 31 March 2025.		
2.	(a) To re-elect Mr. He Xin as an executive Director; (b) To re-elect Ms. Zeng Jingwen as an executive Director; (c) To re-elect Mr. Chiu Sui Keung as an executive Director; (d) To re-elect Ms. Cai Ruoxi as an executive Director; (e) To re-elect Mr. Lam Williamson as an independent non-executive Director; (f) To re-elect Mr. Li, Sheung Him Michael as an independent non-executive Director; (g) To re-elect Mr. Yu Kuai as an independent non-executive Director; (h) To authorise the board of Directors (the "Board") to fix the remuneration of the Directors.		
3.	To re-appoint HLB Hodgson Impey Cheng Limited as the Auditor and to authorise the Board to fix its remuneration.		
4.	To give a general mandate to the directors to issue new shares of the Company (including any sale and transfer of treasury shares) not exceeding 20% of the total number of issued shares of the Company (excluding any treasury shares) at the date of passing this resolution (ordinary resolution in item No. 4 of the notice of annual general meeting).		
5.	To give a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company (excluding any treasury shares) at the date of passing this resolution (ordinary resolution in item No. 5 of the notice of annual general meeting).		
6.	To extend the general mandate to be given to the directors to allot, issue and deal with additional shares of the Company by an amount representing the total number of shares repurchased by the Company (ordinary resolution in item No. 6 of the notice of annual general meeting).		
7.	To approve the authorised share capital of the Company be increased from HK\$20,000,000 divided into 2,000,000,000 shares of HK\$0.01 each to HK\$50,000,000 divided into 5,000,000,000 shares of HK\$0.01 each, by the creation of additional 3,000,000,000 shares of HK\$0.01 each.		
8.	To approve the adoption of the New Share Scheme and the Scheme Mandate Limit (each as defined in the circular of the Company dated 28 August 2025 (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, desirable or expedient in order to give full effect to and implement the New Share Scheme.		
	Special Resolution <sup>#</sup>		
9.	To approve and confirm the adoption of the third amended and restated memorandum and articles of association of the Company and to authorise any one Director to execute all such documents and do all such other acts and things to effect the same.		

\* The above description of the proposed resolutions by way of summary only. The full text appears in the notice of the annual general meeting.

Date: \_\_\_\_\_

Signature <sup>(Note 6)</sup> : \_\_\_\_\_

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of HK\$0.01 each registered in your name(s). 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).
3. Any shareholder of the Company is entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. A shareholder of the Company who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at a general meeting of the Company or at a class meeting. A proxy need not be a shareholder of the Company but must attend the meeting in person to represent you.
4. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.** Any alterations made to this form of proxy should be initiated by the person who signs it.
5. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PLACE A "✓" IN THE RELEVANT BOX UNDERNEATH THE COLUMN MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A "✓" IN THE RELEVANT BOX UNDERNEATH THE COLUMN MARKED "AGAINST".** Failure to tick either box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
6. This 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 seal or under the hand of an officer, attorney or other person duly authorised.
7. A shareholder of the Company entitled to more than one vote on a poll need not use all his votes or cast all the votes he uses in the same way.
8. Where there are joint holders of any share any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at any meeting the vote of the senior holder who tends to a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the Register of Members in respect of the joint holding.
9. In order 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 certified copy of that power or authority, must be delivered at the Company's branch share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong not less than 48 hours before the time appointed for holding the meeting or the any adjournment therefor (as the case may be).
10. Completion and return of this form of proxy will not preclude you from attending and voting in person at the meeting if you so wish. In the event that you attend the meeting after having lodged this form of proxy, this form of proxy will be deemed to have been removed.
11. Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of Shareholders at a general meeting must be taken by poll except where the chairman of the meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands.

#### PERSONAL INFORMATION COLLECTION STATEMENT

- (i) "Personal Data" in this statement has the same meaning as "personal data" in the personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- (ii) Your supply of Personal Data to the Company is on a voluntary basis. If you fail to provide sufficient information, the Company may not be able to process your appointment of proxy and other instructions.
- (iii) 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 our verification and record purposes.
- (iv) 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 Boardroom Share Registrars (HK) Limited.