



宝德科技集團股份有限公司

POWERLEADER SCIENCE & TECHNOLOGY GROUP LIMITED*

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

(Stock Code: 8236)

Proxy Form of Holders of H Shares for use at the H Share Class Meeting to be held on Friday, 11 December 2020

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____
H shares in Powerleader Science & Technology Group Limited* 宝德科技集團股份有限公司 (the "Company", together with its subsidiaries, the "Group"), HEREBY APPOINT ^(Note 3) _____
of _____
or failing him/her ^(Note 3) _____
of _____ or failing him, the Chairman
of the meeting or any director of the Company as my/our proxy in respect of _____ ^(Note 4)
H shares in the share capital of the Company held by me/us to attend and act for me/us at the extraordinary class meeting of the Independent H Shareholders of the Company to be held at 4:00 p.m. on Friday, 11 December 2020 (or immediately after the conclusion of the Domestic Share Class Meeting to be convened and held on the same date at the same place) at Main Conference Room, 11th Floor, Tower C, Shenzhen International Innovation Centre, No. 1006 Shennan Road, Futian District, Shenzhen, the PRC or at any adjournment thereof and to vote at such meeting or at any adjournment thereof in respect of the resolution as hereunder indicated; or if no such indication is given, as my/our proxy thinks fit.

SPECIAL RESOLUTION ^(Note 5)	For ^(Note 6)	Against ^(Note 6)	Abstain ^(Note 6)
<p>(1) THAT subject to the passing of the same resolution below by (i) the Shareholders at the EGM by way of poll by more than two-thirds of the Shareholders present and voting at the EGM and (ii) the Independent Domestic Shareholders at the Domestic Share Class Meeting, as approved by way of poll by at least 75% of the votes attaching to the Domestic Shares held by the Independent Domestic Shareholders that are cast either in person or by proxy at such meeting and with the number of votes cast against the resolution by the Independent Domestic Shareholders being not more than 10% of all the Domestic Shares held by the Independent Domestic Shareholders:</p> <p>(a) the Merger Agreement (as amended and supplemented by a supplemental agreement entered into between the same parties on 19 October 2020) and the execution and performance thereof by the Company, the Proposal, the Merger and the respective transactions contemplated thereunder and in connection therewith be approved, ratified and/or confirmed (as the case may be); and</p> <p>(b) any one of the Powerleader Directors be authorised to do all such acts or things, to execute and sign all such other documents, and take all such steps as he/she may consider necessary, desirable, appropriate or expedient to implement or in connection with the Proposal, the Merger Agreement, the Merger and the respective transactions contemplated thereunder.</p>			

Date: _____, 2020

Signature(s) ^(Note 7): _____

Notes:

- Please insert full name(s) and address(es) (as shown in the register of members) in **BLOCK CAPITALS**.
- Please insert the number of H shares in the Company registered in your name(s).
- 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.** The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Please indicate clearly the number of H shares in the Company registered in your name(s) in respect of which the proxy is so appointed. If no such number is inserted, the proxy is deemed to be appointed in respect of all the H shares in the Company registered in your name(s).
- The full text of the special resolution is set out in the Notice of H Share Class Meeting of the Company dated 20 November 2020 which is sent to the shareholders of the Company together with this proxy form.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, TICK IN THE BOX MARKED "ABSTAIN".** Any abstained vote or waiver to vote shall be disregarded as voting rights for the purpose of calculating the result of that resolution. If you wish to vote only part of the number of H shares in respect of which the proxy is so appointed, please state the exact number of shares in lieu of tick in the relevant box. Failure to tick or state the exact number of shares in any box will entitle your proxy to cast your vote at his/her discretion.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation or institution, either under the common seal or under the hand of any director or attorney duly authorised in writing.
- To be valid, this proxy form and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarised certified copy of that power of attorney or other authority, must be deposited, at the Company's H share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 24 hours before the time appointed for the holding of the meeting or any adjournment thereof.
- Unless otherwise indicated, capitalised terms used herein shall have the same meaning as those defined in the composite document dated 20 November 2020 jointly issued by the Company and 深圳市速必拓網絡科技有限公司 (Shenzhen Speed Top Network Technology Co., Ltd.*).

* For identification purpose only