



# KUANGCHI SCIENCE LIMITED

## 光啟科學有限公司

(Incorporated in Bermuda with limited liability)  
(Stock Code: 439)

### Second Form of Proxy for use at the Annual General Meeting to be held on 28 June 2017

I/We (Note 1) \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of (Note 2) \_\_\_\_\_  
shares of HK\$0.01 each in the capital of **KUANGCHI SCIENCE LIMITED** (the "Company") **HEREBY APPOINT the Chairman of the Meeting**  
(Note 3) or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company (the "Meeting") to be held at Units 515-518, 5/F, Building 16W, No. 16 Science Park West Avenue, Hong Kong Science Park, Pak Shek Kok, New Territories, Hong Kong on 28 June 2017 at 11:00 a.m. and at any thereof in respect of the resolutions set out in the notice convening the Meeting as indicated below.

ORDINARY RESOLUTIONS		FOR (Note 4)	AGAINST (Note 4)
1.	To receive and consider the audited consolidated financial statements and reports of the directors and of the auditor for year ended 31 December 2016.		
2.	A. To re-elect the following directors:		
	(i) Dr. Zhang Yangyang as an executive director;		
	(ii) Dr. Luan Lin as an executive director;		
	(iii) Mr. Dorian Barak as an executive director;		
	(iv) Mr. Ko Chun Shun, Johnson as a non-executive director;		
	(v) Mr. Song Dawei a non-executive director; and		
	(vi) Ms. Cao Xinyi as an independent non-executive director.		
	B. To authorise the board of directors to fix the remuneration of the directors.		
3.	To appoint PricewaterhouseCoopers as the auditor of the Company following the retirement of Deloitte Touche Tohmatsu and to authorise the board of directors to fix the remuneration of the auditor.		
4.	A. To approve a general mandate to the directors to allot, issue and deal with ordinary shares not exceeding 20% of the issued ordinary shares of the Company.		
	B. To approve a general mandate to the directors to repurchase ordinary shares not exceeding 10% of the issued ordinary shares of the Company.		
	C. To extend the general mandate granted under resolution No. 4A by including the number of ordinary shares repurchased by the Company pursuant to resolution No. 4B.		
5.	To approve a specific mandate to the directors to allot, issue and deal with ordinary shares not exceeding 2.5% of the number of ordinary shares as at the date on which the Board adopted the Restricted Share Award Scheme, i.e. 10 December 2014.		

Signature(s) (Note 5): \_\_\_\_\_ Dated: \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS** as set out in the register of members of the Company. The names of all joint registered holders should be stated.
- Please insert the number of ordinary shares registered in your name(s) and to which this proxy relates. If no number is inserted, this second form of proxy will be deemed to relate to all the ordinary shares in the capital of the Company registered in your name(s).
- Every member of the Company entitled to attend and vote at the Meeting is entitled to appoint more than one proxy (if a member who is holder of two or more shares) to attend and vote for him/her on his/her behalf of the Meeting. A proxy need not be a member of the Company but must attend the Meeting in person to represent you. If any proxy other than the Chairman of the Meeting is desired, strike out the words "the Chairman of the Meeting" and insert the name and address of the proxy desired in the space provided. If no name is inserted, the Chairman of the Meeting will act as your proxy. Any alteration made to this second form of proxy must be initialled by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK ("✓") IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK ("✓") IN THE RELEVANT BOX MARKED "AGAINST".** Failure to tick either will entitle your proxy to cast his/her votes at his/her discretion or abstain as he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion or abstain on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- This second form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, this second form of proxy must either be executed under its common seal or under the hand of an officer or attorney duly authorised.
- In the case of joint registered holders of any ordinary share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such ordinary share(s) as if he/she were solely entitled thereto; but if more than one of such joint holders are present at the Meeting, either personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such ordinary share(s), shall alone be entitled to vote in respect thereof.
- To be valid, this second form of proxy together with the power of attorney or other authority, if any, under which it is signed or notarially certified copy thereof, must be lodged at the Company's share registrar and transfer office in Hong Kong, Tricor Secretaries Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the Meeting or any adjourned meeting (as the case may be).
- Completion and return of First Proxy Form (as defined hereinafter) and/or this second form of proxy will not preclude you from attending and voting at the Meeting in person if you so wish. In such event, such form of proxy will be deemed to have been revoked.
- The Company reserves the right to treat any proxy form which has been incorrectly completed in same manner which (as its absolute discretion) is not material as being valid. **IMPORTANT: A shareholder who has already lodged the proxy form which was sent together with the notice convening the Meeting dated 29 April 2017 (the "First Form of Proxy") with the Company's share registrar and transfer office in Hong Kong should note that:**
  - if no second form of proxy (the "Second Form of Proxy") is lodged with the Company's share registrars, the First Form of Proxy will be treated as a valid form of proxy lodged by him/her if correctly completed. The proxy so appointed by the shareholder will be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting and the First Form of Proxy including, the resolutions for the re-election of Mr. Ko Chun Shun, Johnson as non-executive Director and the proposed appointment of PricewaterhouseCoopers as the auditor of the Company set out in this supplemental circular;
  - if the Second Form of Proxy is lodged with the Company's share registrars 48 hours prior to the time appointed for holding the Meeting or any adjourned meeting (the "Closing Time"), the Second Form of Proxy will revoke and supersede the First Form of Proxy previously lodged by him/her. The Second Form of Proxy will be treated as a valid form of proxy lodged by the shareholder if correctly completed; and
  - if the Second Form of Proxy is lodged with the Company's share registrars after the Closing Time, the Second Form of Proxy will be invalid. However, it will revoke the First Form of Proxy previously lodged by the shareholder, and any vote that may be cast by the purported proxy (whether appointed under the First Form of Proxy or the Second Form of Proxy) will not be counted in any poll which will be taken on a proposed resolution. Accordingly, shareholders are advised not to lodge the Second Form of Proxy after the Closing Time. If such shareholders wish to vote at the Meeting, they will have to attend in person and vote at the Meeting themselves.

#### 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 fulfill 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/Tricor Secretaries Limited at the above address.