



Clarity
Medical Group
清晰醫療集團

CLARITY MEDICAL GROUP HOLDING LIMITED

清晰醫療集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1406)

Form of Proxy for use at the Extraordinary General Meeting of Clarity Medical Group Holding Limited to be convened on 23 November 2022 (the “EGM”) (or any adjournment thereof)

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ shares of
HK\$0.01 each (the “Shares”) in the capital of Clarity Medical Group Holding Limited (the “Company”), hereby appoint the Chairman of the
EGM or _____ ^(Note 3)
of _____
as my/our proxy ^(Note 4) to act for me/us at the EGM (and at any adjournment thereof) of the Company to be held at 1st Floor, China Building,
29 Queen’s Road Central, Central, Hong Kong on Wednesday, 23 November 2022 at 10:30 a.m. for the purpose of considering and, if thought
fit, passing the resolutions set forth in the notice convening the EGM and at the EGM, and at any adjournment thereof, to vote for me/us in
my/our name(s) as indicated below in respect of such resolution and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR ^(Note 5)	AGAINST ^(Note 5)	
1	(a)	conditional upon the Stock Exchange granting approval of the listing of, and permission to deal in, such number of Shares which may fall to be allotted and issued pursuant to the grant of any awards under the share award plan proposed to be adopted by the Company, the principal terms of which are set out in the printed document marked “A” now produced to the meeting and for the purpose of identification signed by the Chairman hereof (the “Share Award Plan”), the Share Award Plan be and is hereby approved and adopted to be the share award plan of the Company; and that the Directors be and is hereby authorised to grant awards thereunder and to allot and issue shares pursuant to the Share Award Plan and take all such steps as may be necessary or desirable to implement the Share Award Plan;		
	(b)	the total number of Shares which may be awarded by the Company for the purpose of the Share Award Plan and the Share Option Scheme shall not exceed 10% of the total number of issued Shares as at the date of the passing of this resolution, and the approval in paragraph (a) above shall be limited accordingly; and		
	(c)	the total number of Shares which may be awarded to all Service Providers pursuant to the Share Award Plan shall not exceed 5% of the total number of issued Shares as at the date of the passing of this resolution, and the approval in paragraph (a) above shall be limited accordingly.		

Signed this _____ day of _____ 2022. Shareholder’s signature ^(Notes 7 & 8) _____

Notes:

- Full name(s) and address(es) to 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). If no number is inserted, this form of proxy will be deemed to relate to all such Shares registered in your name(s).
- Please insert the name and address of the proxy desired in the space provided. Any alteration made to this form of proxy must be initialled by the person who signs it. If no name is inserted, the duly appointed Chairman of the EGM will act as your proxy.
- A proxy need not be the Chairman of the EGM. If you wish to appoint some person other than the Chairman of the EGM as your proxy, please delete the words “the Chairman of the EGM or” and insert the name and address of the person appointed as proxy in the space provided.
- IMPORTANT: If you wish to vote for or against the resolution, please place a “✓” in the box marked “FOR” or the box marked “AGAINST” as appropriate. Failure to complete a box will entitle your proxy to cast your vote(s) or abstain at his discretion. Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the EGM other than that referred to in the notice convening the EGM.**
- The full text of these resolutions appear in the notice of the EGM dated 7 November 2022.
- 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 or attorney duly authorised to sign the same.
- Where there are joint registered holders of any Share, any one of such joint holders may vote at the EGM, either in person or by proxy, in respect of such Shares as if he were solely entitled thereto, but if more than one of such joint holders are present at the EGM in person or by proxy, then one of the said persons so present whose name stands first on the register of members in respect of such Shares shall alone be entitled to vote in respect thereof.
- A proxy need not be a member of the Company.
- In order to be valid, this form of proxy and the power of attorney or other authority, if any, under which it is signed or a certified copy of such power of attorney or authority, must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time appointed for holding the extraordinary general meeting (i.e. not later than Monday, 21 November 2022 at 10:30 a.m.) or any adjournment thereof. Completion and return of this form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy’s (or proxies’) names(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/Tricor Investor Services Limited at the above address.