



Shentong Robot Education Group Company Limited

神通機器人教育集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8206)

Form of proxy for use by shareholders of Shentong Robot Education Group Company Limited (the “Company”) at the extraordinary general meeting (the “Extraordinary General Meeting”) to be convened at 11:00 a.m. on Thursday, 29 March 2018 (or any adjournment thereof)

I/We (Note 1), _____

of (Note 2) _____

being the registered holder(s) of (Note 3) _____ ordinary shares of HK\$0.01 each in the share capital of the Company, hereby appoint the chairman of the Extraordinary General Meeting (Note 4) or _____

of _____ to act as my/our proxy to attend and vote for me/us and on my/our behalf at the Extraordinary General Meeting to be held at the Meeting Room, Units 2115–2116, 21/F, China Merchants Tower, Shun Tak Centre, 168–200 Connaught Road Central, Hong Kong, on Thursday, 29 March 2018 at 11:00 a.m. (Hong Kong Time) (and at any adjournment thereof) in respect of the resolutions as set out in the notice convening the meeting and at such meeting (or at any adjournment thereof) to vote for me/us in my/our name(s) in respect of the resolutions as indicated below or, if no such indication is given, as my/our proxy thinks fit (Note 5).

Capitalised terms used in this form of proxy shall have the same meanings as those defined in the circular of the Company dated 13 March 2018 unless context requires otherwise.

	As Ordinary Resolutions	For	Against
1.	To approve the Heilongjiang Shentong CRC Shentong Card Payment System Contract and the transactions contemplated thereunder, and the annual caps in relation to the Heilongjiang Shentong CRC Shentong Card Payment System Contract for each of three years ending 31 March 2021.		
2.	To approve the Heilongjiang Shentong Customer Service Hotline Rental Contract and the transactions contemplated thereunder, and the annual caps in relation to the Heilongjiang Shentong Customer Service Hotline Rental Contract for each of three years ending 31 March 2021.		
3.	To approve the Heilongjiang Shentong Server Hosting Agreement and the transactions contemplated thereunder, and the annual caps in relation to the Heilongjiang Shentong Server Hosting Agreement for each of three years ending 31 March 2021.		
4.	To approve the China Communication Heilongjiang Bin County Branch Venue Rental Contract and the transactions contemplated thereunder, and the annual caps in relation to the China Communication Heilongjiang Bin County Branch Venue Rental Contract for each of three years ending 31 March 2021.		
5.	To approve the Harbin China Communication Skill Training Venue Rental Agreement and the transactions contemplated thereunder, and the annual caps in relation to the Harbin China Communication Skill Training Venue Rental Agreement for each of three years ending 31 March 2021.		
6.	To approve the Heilongjiang Shentong Web Advertising Contract and the transactions contemplated thereunder, and the annual caps in relation to the Heilongjiang Shentong Web Advertising Contract for each of three years ending 31 March 2021.		
7.	To approve the Yijia Customer Service Hotline Rental Contract (as defined in the Circular and the transactions contemplated thereunder, and the annual caps in relation to the Yijia Customer Service Hotline Rental Contract (as defined in the Circular for each of three years ending 31 March 2021.		
8.	To approve the Yijia Server Hosting Agreement and the transactions contemplated thereunder, and the annual caps in relation to the Yijia Server Hosting Agreement for each of three years ending 31 March 2021.		
9.	To approve the Shentong Card Management and Sales Contract and the transactions contemplated thereunder, and the annual caps in relation to the Shentong Card Management and Sales Contract for each of three years ending 31 March 2021.		
10.	To approve the Yijia Web Advertising Contract and the transactions contemplated thereunder, and the annual caps in relation to the Yijia Web Advertising Contract for each of three years ending 31 March 2021.		
11.	To approve the Heilongjiang Operation and Management Contract and the transactions contemplated thereunder, and the annual caps in relation to the Heilongjiang Operation and Management Contract for each of three years ending 31 March 2021.		

Date this _____ day of _____, 2018

Shareholder's Signature(s) (Note 6): _____

Notes:

- Full name(s) to be inserted in **BLOCK CAPITALS**.
- Full address(es) to be inserted in **BLOCK CAPITALS**.
- 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 the shares in the Company registered in your name(s).
- If any proxy other than the Chairman of the Extraordinary General Meeting is preferred, strike out “THE CHAIRMAN OF THE EXTRAORDINARY GENERAL MEETING” and 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 you wish to vote for any of the resolutions set out above, please tick (“✓”) the boxes marked “For”. If you wish to vote against any resolutions, please tick (“✓”) the boxes marked “Against”. If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out in the notice convening the meeting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of corporation, must be either executed under its common seal or under the hands of an officer or attorney or other person duly authorised.
- In the case of joint registered holders, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such shares as if he were solely entitled thereto, but if more than one of such joint holders is present at the meeting, personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such shares shall alone be entitled to vote in respect thereof.
- 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 notarially certified copy of such power or authority, must be deposited at the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the meeting (i.e. 11:00 a.m. (Hong Kong Time) on Tuesday, 27 March 2018) or any adjourned meeting.
- A proxy need not be a shareholder of the Company but must attend the meeting in person to represent you.
- Completion and return of this form of proxy will not preclude you from attending the meeting in person if you so wish. In such event, this form of proxy will be deemed to have been revoked.