



中國山東高速金融集團有限公司

CHINA SHANDONG HI-SPEED FINANCIAL GROUP LIMITED

(incorporated in Bermuda with limited liability)

(Stock Code: 412)

SECOND PROXY FORM

Second Form of proxy for annual general meeting of the Company to be held on 14 June 2019 (or any adjournment thereof)

I/We ^(note 1) _____
of _____
being the registered holder(s) of ^(note 2) _____
shares of HK\$0.00025 each in the capital of China Shandong Hi-Speed Financial Group Limited (the "Company") HEREBY APPOINT ^(note 3) the chairman of the meeting,
or _____
or _____
as my/our proxy ^(note 4) to act for me/us at the annual general meeting of the Company (the "AGM") to be held at Plaza 3, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on Friday, 14 June 2019 at 10:00 a.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice and supplemental notice convening the said meeting and at such meeting (or at any adjournment thereof) to vote for me/us and on my/our behalf in respect of the resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

| | ORDINARY RESOLUTIONS* | FOR ^(note 5) | AGAINST ^(note 5) |
|----|--|-------------------------|-----------------------------|
| 1. | To receive and consider the audited financial statements and the reports of the directors and auditor of the Company for the nine months ended 31 December 2018. | | |
| 2. | To re-elect the following persons as directors of the Company, each as a separate resolution: | | |
| | (i) To re-elect Mr. Wang Xiaodong as an executive director of the Company. | | |
| | (ii) To re-elect Mr. Liu Han as an executive director of the Company. | | |
| | (iii) To re-elect Mr. Liu Zhijie as an executive director of the Company. | | |
| | (iv) To re-elect Mr. Cheung Wing Ping as an independent non-executive director of the Company. | | |
| | (v) To re-elect Mr. Liu Yao as an executive director of the Company. | | |
| | (vi) To re-elect Ms. Liao Jianrong as an executive director of the Company. | | |
| | (vii) To re-elect Mr. Lo Man Tuen as a non-executive director of the Company. | | |
| | (viii) To re-elect Mr. Tan Yuexin as an independent non-executive director of the Company. | | |
| 3. | To authorise the board of directors of the Company to fix the directors' remunerations. | | |
| 4. | To re-appoint HLB Hodgson Impney Cheng Limited as auditor of the Company and to authorise the board of directors of the Company to fix its remuneration. | | |
| 5. | To grant to the directors a general mandate to allot, issue and otherwise deal with the shares in the capital of the Company not exceeding 20% of the aggregate number of the issued shares in the capital of the Company as at the date of this resolution. | | |
| 6. | To grant to the directors a general mandate to repurchase the Company's own shares not exceeding 10% of the aggregate number of the issued shares in the capital of the Company as at the date of this resolution. | | |
| 7. | To extend the general mandate granted under resolution no. 5 by including the number of shares repurchased by the Company pursuant to resolution no. 6. | | |

* The full text of the resolutions appears in the notice of the AGM, which is included in the circular dated 30 April 2019 and supplemental circular dated 29 May 2019 dispatched to the shareholders.

Dated this _____ day of _____ 2019 Signature(s) ^(note 6): _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of share(s) registered in your name(s) to which this second proxy form relates. If no number is inserted, this second form of proxy will be deemed to relate to all the share(s) 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. Any alteration made to this second form of proxy must be initiated by the person(s) who sign(s) it.
- Any member 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 member 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 member. A proxy shall be entitled to exercise the same powers on behalf of a member who is an individual and for whom he acts as proxy as such member could exercise. In addition, a proxy shall be entitled to exercise the same powers on behalf of a member which is a corporation and for which he acts as proxy as such member could exercise if it were an individual member.
- Please indicate with a "✓" in the appropriate space beside each of the resolutions how you wish your proxy to vote on your behalf. If the form is returned duly signed, but without any indication, your proxy will vote for or against the resolutions, or will abstain, at his discretion.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting (the "Closing Time") or not be treated as valid. Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the meeting or poll concerned.
- In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy or by representative, 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. Several executors or administrators of a deceased member in whose names any share stands shall for such purpose be deemed joint holders thereof.
- Attention: A shareholder who has not yet lodged the proxy form for the AGM enclosed with the notice of the AGM dated 30 April 2019 (the "First Proxy Form") with the Company's branch share registrar in Hong Kong is requested to lodge this second proxy form (the "Second Proxy Form") if he/she/it wishes to appoint proxy/proxies to attend the AGM on his/her/its behalf. In this case, the First Proxy Form should not be lodged with the Company or the Company's branch share registrar.
- Attention: A shareholder who has lodged the First Proxy Form with the Company's branch share registrar should note that:
 - if no Second Proxy Form is lodged with the Company's branch share registrar, the First Proxy Form will be treated as a valid form of proxy lodged by him/her if correctly completed. The proxy so appointed by the Shareholder shall be required to vote in such manner as he/she may be directed under the First Proxy Form and, in respect of the resolution for the proposed re-election of Mr. Wang Xiaodong, Mr. Liu Han, Mr. Liu Zhijie, Mr. Liu Yao, Ms. Liao Jianrong, Mr. Lo Man Tuen and Mr. Tan Yuexin as executive Directors/non-executive Directors/independent non-executive Directors (as the case may be) as set out in the supplemental notice of the AGM and the Second Proxy Form, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolution;
 - if the Second Proxy Form is lodged with the Company's branch share registrar before the Closing Time, the Second Proxy Form, if correctly completed, will revoke and supersede the First Proxy Form previously lodged by him/her. The Second Proxy Form will be treated as a valid form of proxy lodged by the Shareholder;
 - if the Second Proxy Form is lodged with the Company's branch share registrar after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the Second Proxy Form will be invalid. The proxy so appointed by the Shareholder under the First Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no Second Proxy Form was lodged with the Company's branch share registrar and transfer office.
- Shareholders are reminded that completion and return of the Second Proxy Form will not preclude them from attending and voting in person at the AGM or any adjournment thereof and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

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/Computershare Hong Kong Investor Services Limited at the above address.