



China Beidahuang Industry Group Holdings Limited

中國北大荒產業集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00039)

**Form of proxy for use at the Extraordinary General Meeting of the Company (the “Meeting”)
to be held on Monday, 17 January 2022 at 11:00 a.m. or at any adjournment thereof (as the case may be)**

I/We ¹ _____
of _____
being the registered holder(s) of ² _____ shares
of HK\$0.10 each (the “Shares”) in the share capital of China Beidahuang Industry Group Holdings Limited (the “Company”) HEREBY APPOINT ³ _____
of _____
or failing him/her, the Chairman of the Meeting ⁴ to act as my/our proxy to attend and act for me/us on my/our behalf at the Meeting to be held at Unit E, 30/F., Tower B, Billion Centre, 1 Wang Kwong Road, Kowloon Bay, Kowloon, Hong Kong on Monday, 17 January 2022 at 11:00 a.m. or at any adjournment thereof (as the case may be) convened for the purpose of considering and, if thought fit, passing the proposed resolutions as set out in the notice convening the Meeting and at such Meeting or at any adjournment thereof (as the case may be), to vote for me/us as hereunder indicated ⁵, or if no such indication is given, as my/our proxy thinks fit.

SPECIAL RESOLUTIONS ⁶		FOR ⁵	AGAINST ⁵
1.	To approve the Change of Domicile and the Adoption of Memorandum of Continuance and New Bye-laws		
2.	To approve the Share Premium Reduction and the transfer of such amount to the contributed surplus account of the Company		
3.	To approve the Capital Reorganisation, which involves the Share Consolidation, the Capital Reduction and the Share Sub-division		
ORDINARY RESOLUTION		FOR ⁵	AGAINST ⁵
4.	To re-elect Mr. Chen Chen as an executive director of the Company		

Signature ⁷ _____

Date _____

Notes:

1. Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
2. 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 registered in your name(s).
3. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and, on poll, vote on his/her/its behalf. A proxy needs not be a member of the Company but must attend the Meeting in person to represent you. If more than one proxy is so appointed, the appointments shall specify the number of Shares in respect of which each such proxy is so appointed.
4. If any proxy other than the Chairman of the Meeting is preferred, please strike out the words “the Chairman of the Meeting” and insert the name and address of the proxy in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
5. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTIONS, TICK IN THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTIONS, TICK IN THE RELEVANT BOX MARKED “AGAINST”.** Failure to tick in the box will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the said Meeting other than those referred to in the notice convening the Meeting.
6. The description of these resolutions is by way of summary only. The full text of the resolutions appears in the notice of the Meeting dated 23 December 2021.
7. 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 common seal or under the hand of any officer or attorney duly authorised in writing.
8. In the case of joint registered holders of any Shares, any one of such persons may vote at the Meeting either personally or by proxy in respect of such Shares as if he/she were solely entitled thereto, but if more than one of such joint holder is present at the Meeting personally or by proxy, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
9. To be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be lodged with the Company’s branch share registrar and transfer office in Hong Kong, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong not less than 48 hours before the time appointed for the holding of the Meeting or any adjournment thereof (as the case may be).
10. Completion and delivery of this form of proxy will not preclude you from attending and voting in person at the Meeting if you so wish. In such event, this form of 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 (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 authorised 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’s branch share registrar and transfer office in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong.