



CHINA BEST GROUP HOLDING LIMITED
國華集團控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 370)

**FORM OF PROXY FOR USE AT THE SPECIAL GENERAL MEETING
 TO BE HELD ON FRIDAY, 17 APRIL 2020 (OR ANY ADJOURNMENT THEREOF)**

I/We ^(Note 1) _____ (name of shareholder)
 of _____ (address of shareholder)
 being the registered holder(s) of ^(Note 2) _____ ordinary shares
 of par value HK\$0.10 each in the share capital of China Best Group Holding Limited (the “Company”), HEREBY APPOINT ^(Note 3) the chairman of the
 meeting or _____ (name)
 of _____ (address)
 as my/our proxy to vote and act for me/us at the special general meeting (the “SGM”) to be held at 26/F, World-Wide House, 19 Des Voeux Road
 Central, Central, Hong Kong on Friday, 17 April 2020 at 11:00 a.m. (or any adjournment thereof) for the purpose of considering and, if thought fit,
 passing the resolutions as set out in the notice dated 31 March 2020 convening the SGM (the “Notice”) (with or without modifications) and to vote on
 my/our behalf in respect of the resolutions as indicated below, or if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		For ^(Note 4)	Against ^(Note 4)
1	(a) To approve, confirm and ratify the share transfer agreement dated 18 December 2019 (the “Agreement”) and the supplemental agreement dated 2 March 2020 (the “Supplemental Agreement”) entered into by and among Esteem Sun Limited, a wholly-owned subsidiary of the Company as purchaser, Smart Role Holdings Limited as vendor (the “Vendor”) and Ms. Yang Xue and Mr. Zhao Guolin as guarantors in relation to the transfer of the entire issued share capital of Total Fame Holdings Limited, a wholly-owned subsidiary of the Vendor (the “Transaction”). (b) To authorise any one director of the Company to do all such acts and things and to sign and execute all such other documents or instrument for and on behalf of the Company (including the affixation of the common seal of the Company where required) as he or she may consider necessary, appropriate, expedient or desirable in connection with, or to give effect to, the Agreement, the Supplemental Agreement and the Transaction and to agree to such variations, amendments or waivers of matters relating thereto that are of administrative nature and ancillary to the implementation of the Agreement, the Supplemental Agreement and the Transaction or incidental to the Agreement, the Supplemental Agreement and the Transaction.		
2	To re-elect Mr. Qin Jie as an executive director of the Company and to authorise the board of directors of the Company to fix his remuneration.		

Signature ^(Note 5) _____

Date _____

Notes:

- Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- If any proxy other than the chairman of the meeting is preferred, strike out the words “the chairman of the meeting or”, and insert the name and address of the proxy desired in the space provided.
- IMPORTANT: IF YOU WISH YOUR PROXY TO VOTE ON YOUR BEHALF FOR A PARTICULAR RESOLUTION, TICK THE BOX MARKED “FOR”. IF YOU WISH YOUR PROXY TO VOTE AGAINST A PARTICULAR RESOLUTION, TICK THE BOX MARKED “AGAINST”.** If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his discretion whether to vote for or against the resolutions or to abstain from voting. Your proxy will also be entitled to vote at his discretion on any amendment to the resolutions referred to in the Notice which has been properly put to the SGM.
- 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 duly authorised officer.
- In the case of joint registered holders of any share, any one of such persons may vote at the SGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders is present at the SGM personally or by proxy, the person whose name stands first on the register of members in respect of the relevant share will alone be entitled to vote in respect thereof.
- To be valid, this form of proxy, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney or other authority, must be deposited at the office of the Company’s branch share registrar and transfer office, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the SGM or any adjournment thereof (as the case may be).
- The proxy need not also be a member of the Company but must attend the SGM in person to represent you.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the SGM or any adjournment thereof, if you so wish.
- ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE DULY INITIALED BY THE PERSON WHO SIGNS IT.**

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 SGM (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 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 Tricor Tengis Limited at the above address.

* For identification purposes only