



山高新能源集團有限公司

SHANDONG HI-SPEED NEW ENERGY GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01250)

FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON THURSDAY, 30 NOVEMBER 2023 AT 9:30 A.M. (OR AT ANY ADJOURNMENT THEREOF)

I/We ^(note 1) _____
of _____
being the holders of ^(note 2) _____ ordinary shares of
HK\$0.05 each in the share capital of Shandong Hi-Speed New Energy Group Limited (the “Company”), hereby appoint the chairman of the
extraordinary general meeting of the Company, or ^(note 3) _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the extraordinary
general meeting of the Company (the “Meeting”) to be held on Thursday, 30 November 2023 at 9:30 a.m. (or at any adjournment thereof) at 38th Floor,
The Center, 99 Queen’s Road Central, Central, Hong Kong for the purpose of considering and, if thought fit, passing the resolutions as set out in the
notice convening the Meeting as indicated below or if no such indication is given, as my/our proxy thinks fit and in respect of any other business that
may properly come before the Meeting (or at any adjournment thereof):

ORDINARY RESOLUTION	FOR ^(note 4)	AGAINST ^(note 4)
<p>1. THAT</p> <p>(a) the capital increase agreement (the “Capital Increase Agreement”) dated 24 October 2023 entered into among 天津北清電力智慧能源有限公司 (Tianjin Beijing Smart Energy Company Limited*), 山東高速集團有限公司 (Shandong Hi-Speed Group Co. Ltd.), the Company, 寧波梅山保稅港區創澤股權投資合夥企業(有限合夥) (Ningbo Meishan Bonded Port Zone Chuangze Equity Investment Partnership (Limited Partnership)*) (the “Investor”) and 天津富歡企業管理諮詢有限公司 (Tianjin Clean Energy Investment Company Limited*) (the “Target Company”) in relation to the making of cash contribution of RMB5,000,000,000 to the Target Company, of which RMB3,441,580,300 and RMB1,558,419,700 are to increase its registered capital and capital reserve respectively by the Investor pursuant to the Capital Increase Agreement and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and</p> <p>(b) any one director of the Company be and is hereby authorised to, on behalf of the Company, do all such acts and sign, seal, execute and deliver all such documents and take all such actions as he/she may consider necessary, appropriate, desirable or expedient for the purpose of or in connection with or to give effect to the Capital Increase Agreement and the transactions contemplated thereunder and to agree to such variations, amendments or waiver of the terms of the Capital Increase Agreement or matters relating thereto as he/she may in his/her absolute discretion consider necessary or desirable.</p>		

Date: _____ day of _____ 2023

Signature(s) ^(note 5): _____

Notes:

- Full name(s) and address(es) must be inserted 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 of the Company registered in your name(s).
- If any proxy other than the chairman is preferred, please strike out “the chairman of the extraordinary general meeting of the Company, or” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “AGAINST”.** Failure to tick either box will entitle your proxy to cast your vote 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 Meeting (or at any adjournment thereof) other than those referred to in the notice convening the Meeting.
- This form of proxy shall be in writing under the hand of the appointor or of his attorney duly authorized in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person duly authorized. In the case of this form of proxy purporting to be signed on behalf of a corporation by an officer thereof it shall be assumed, unless the contrary appears, that such officer was duly authorized to sign this form on behalf of the corporation without further evidence of the fact.
- Any member entitled to attend and vote at the Meeting is entitled to appoint another person as his proxy to attend and vote instead of him. A member may appoint a proxy in respect of part only of his holding of shares in the Company. A proxy need not be a member of the Company.
- This form of proxy and (if required by the board of directors of the Company) the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, shall be delivered to the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than forty-eight (48) hours before the time appointed for holding the Meeting or adjourned meeting at which the person named in this form proposes to vote or, in the case of a poll taken subsequently to the date of the Meeting or adjourned meeting, not less than forty-eight (48) hours before the time appointed for the taking of the poll and in default this form of proxy shall not be treated as valid.
- Delivery of this form of proxy shall not preclude a member from attending and voting in person at the Meeting convened and in such event, this form of proxy shall be deemed to be revoked.
- Where there are joint holders of any share any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the Meeting 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 holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- The notice of the Meeting is set out in the Company’s circular dated 15 November 2023.

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**”). Such information will be transferred to the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited and/or other companies or bodies which provide(s) administrative, computer or other services to the Company 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 (Chapter 486 of the laws of Hong Kong) and any such request should be in writing by mail to the Company at 38th Floor, The Center, 99 Queen’s Road Central, Central, Hong Kong (marked for the attention of the Company Secretary) or Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (marked for the attention of the Privacy Compliance Officer).