

**IN THE HIGH COURT OF THE  
HONG KONG SPECIAL ADMINISTRATIVE REGION COURT OF FIRST INSTANCE  
MISCELLANEOUS PROCEEDINGS 397 OF 2023  
IN THE MATTER OF CHINA BEIDAHUANG INDUSTRY GROUP HOLDINGS LIMITED  
AND IN THE MATTER OF SECTIONS 670 AND 673 OF THE COMPANIES ORDINANCE**

Form of proxy for use at the meeting (or at any adjournment thereof) (the “**Scheme Meeting**”) of creditors of the above mentioned company (the “**Company**”) convened by the direction of the High Court of Hong Kong under sections 670 and 673 of the Companies Ordinance.

**FORM OF PROXY**

I/We (*Note 1*), \_\_\_\_\_ of \_\_\_\_\_  
being a creditor of the Company HEREBY APPOINT (*Note 2*) \_\_\_\_\_ of \_\_\_\_\_

as my/our proxy to act for me/us at the Scheme Meeting convened by direction of the High Court of Hong Kong to be held at 2:00 p.m. (Hong Kong time) on 20 November 2023 at 5/F, United Centre, 95 Queensway, Admiralty, Hong Kong for the purpose of considering and, if thought fit, approving, with or without modification, the proposed Scheme of Arrangement referred to in the Notice convening the Scheme Meeting and at such Scheme Meeting, or at any adjournment thereof, to vote for me/us and in my/our name(s) as hereunder indicated for the Scheme of Arrangement either with or without modification (as my/our proxy may approve) or against the Scheme of Arrangement and if no such indication is given, as my/our proxy thinks fit.

I/We confirm that the total amount of the debt claimed by me/us against the Company as at the date of the Scheme Meeting will be (*Note 3*) HK\$ \_\_\_\_\_

I/We confirm that the amount claimed by me/us includes capitalised or outstanding uncapitalised interest of (*Note 3*) HK\$ \_\_\_\_\_

Particulars of the grounds upon which interest is claimed (i.e. contract or judgment) and the basis of calculation (e.g. rate of interest and period) are as follows: \_\_\_\_\_

Proxy vote (*Note 4*) \_\_\_\_\_

FOR the Scheme of Arrangement	AGAINST the Scheme of Arrangement	
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Signature \_\_\_\_\_ Dated \_\_\_\_\_  
(*Note 5*)

For and on behalf of \_\_\_\_\_

*Notes:*

- (1) Full name and address to be inserted in BLOCK CAPITALS.
- (2) 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. The proxy need not be a creditor of the Company but must attend the Scheme Meeting in person to represent you.
- (3) Insert the total amount of the Company’s indebtedness to you and the interest thereon (if any) as appropriate as at the date of the Scheme Meeting in Hong Kong Dollars or if the original currency of the debt or interest is in a currency other than Hong Kong Dollars, that currency. In the case of a Creditor holding any security or who has received any satisfaction from the Company, such amount should be the amount of the shortfall, if any, after applying the proceeds of the realisation of the security or the amount of such satisfaction or after deducting the estimated value of the security.  
**IMPORTANT: The admission of an amount for which a creditor or his proxy can vote at the Scheme Meeting does not constitute the admission by the Company or by the Scheme Administrators (as defined in the Scheme of Arrangement) of the amount for the purposes of the Scheme of Arrangement if approved.**
- (4) **IMPORTANT:** If you wish to vote for the Scheme of Arrangement, mark “X” in the box to the right of the box marked “FOR the Scheme of Arrangement”. If you wish to vote against the Scheme of Arrangement, mark “X” in the box to the right of the box marked “AGAINST the Scheme of Arrangement”. Failure to mark in either box will entitle your proxy to cast your vote at his discretion or abstain. Your proxy will also be entitled to vote at his discretion or abstain on any resolution properly put to Scheme Meeting other than that referred to in the Notice convening the Scheme Meeting.
- (5) This Form of Proxy must be signed by you or your attorney duly authorised in writing or in the case of a company must be either under its common seal or under the hand of an officer or attorney duly authorised.
- (6) You are requested to lodge this Form of Proxy, together with the power of attorney (if any) or other authority (if any) under which it is signed or a notorially certified copy thereof, to the Company at Unit E, 30/F, Block B, Billion Centre, Kowloon Bay (Attention: Mr. Benny Lai Yubin) by no later than 2:00 p.m. (Hong Kong time) on 16 November 2023, being two business days prior to the date of the Scheme Meeting. Completion and return of this Form of Proxy will not preclude you from attending and voting in person at the Scheme Meeting, but in such event this Form of Proxy will be deemed to have been revoked.
- (7) Each proxy must bring to the Scheme Meeting a duplicate copy of the Notice of Claim for Voting Purpose of the Creditors that was duly completed and the Form of Proxy authorising him or her to act as proxy on behalf of the Creditor and evidence of personal identity (for example, a passport, driving license or other picture identification).
- (8) Completion and return of this Form of Proxy will not preclude you from attending the voting in person at the Scheme Meeting, but in such event this Form of Proxy will be deemed to have been revoked. Any Creditor that wishes to attend the Scheme Meeting in person should produce at the Scheme Meeting a duplicate copy of the Notice of Claim for Voting Purpose that was duly completed, evidence of personal identity (for example, a passport, driving license or other picture identification) and, in the case of a corporation attending by a duly authorised representative, evidence of corporate authority (for example, a valid power of attorney and/or board minutes).
- (9) Unless a Creditor is an individual attending in person or a corporation attending by a duly authorised representative, it must appoint a proxy to vote on its behalf at the Scheme Meeting.