



RIVERINE CHINA HOLDINGS LIMITED

浦江中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1417)

PROXY FORM FOR 2023 ANNUAL GENERAL MEETING

Form of proxy for use by shareholders at the annual general meeting to be convened at 10 a.m. on Thursday, 12 June, 2023 at 14th Floor, Jiushi Tower, 28 South Zhongshan Road, Shanghai, PRC.
February

I/We (note a) _____ of _____ being the registered holder(s) of _____ (note b) shares of HK\$0.01 each of Riverine China Holdings Limited ("Company") hereby appoint the Chairman of the annual general meeting ("Meeting") of the Company or _____ of _____ to act as my/our proxy (note c) to attend on my/our behalf at the Meeting to be held at 10 a.m. on Monday, 12 June, 2023 at 14th Floor, Jiushi Tower, 28 South Zhongshan Road, Shanghai, PRC and at any adjournment thereof for the purpose of considering and, if thought fit, passing the resolutions set out in the notice convening the Meeting and to vote on my/our behalf as directed below.

Please put a "✓" in the appropriate boxes to indicate how you wish your vote(s) to be cast (note d).

ORDINARY RESOLUTIONS		FOR	AGAINST
1	To receive and consider the audited consolidated financial statements and the reports of the directors (the "Directors") and the auditors of the Company for the year ended 31 December 2022		
2	(a) To re-elect Mr. Fu Qichang as an executive Director of the Company		
	(b) To re-elect Mr. Xiao Yuqiao as an executive Director of the Company		
	(c) To re-elect Mr. Zhang Yongjun as a non-executive Director of the Company		
	(d) To authorise the board of Directors to fix the directors' remuneration		
3	(a) To re-appoint Ernst & Young as auditors		
	(b) To authorise the board of Directors to fix their remuneration		
4	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares up to 20% of the issued share capital of the Company as at the date of passing this resolution		
5	To grant a general mandate to the directors of the Company to repurchase shares up to 10% of the issued share capital of the Company as at the date of passing this resolution		
6	To extend the general mandate granted to the directors to issue shares in the capital of the Company pursuant to resolution no. 4 with an amount representing the aggregate amount of the share capital of the Company repurchased pursuant to the foregoing resolution no. 5, if passed		
7	To declare a final dividend of HK\$0.01 per ordinary share of the Company for the year ended 31 December 2022		
SPECIAL RESOLUTIONS			
8	To amend the Articles of Association of the Company		

Dated _____

Shareholder's signature _____ (notes e, f, g and h)

- Notes:
- Full name(s) and address(es) are to be inserted in BLOCK CAPITALS.
 - 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 in the capital of the Company registered in your name(s).
 - A proxy need not be a member of the Company. If you wish to appoint a person other than the Chairman of the Meeting as your proxy, please delete the words "the Chairman of the annual general meeting ("Meeting") of the Company or" and insert the name and address of the person appointed as your proxy in the space provided.
 - If you wish to vote for any of the resolutions set out above, please tick ("✓") the boxes marked "For". If you wish to vote against any resolutions, please tick ("✗") the boxes marked "Against". If the form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting. For details of the resolutions indicated above, please refer to the notice of Meeting dated 21 April 2023 in the circular of the Company.
 - In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the Meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
 - The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
 - 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 or authority must be deposited at the office of the Company's Hong Kong branch share registrar, Tricor Investor Services Limited of 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 48 hours before the time fixed for holding the Meeting or any adjourned meeting.
 - Any alteration made to this form should be initialled by the person who signs the form.
 - Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting or any adjournment thereof if you so wish.

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 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 the Company/Tricor Investor Services Limited at the above address.