



CHINA RUIFENG RENEWABLE ENERGY HOLDINGS LIMITED

中國瑞風新能源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00527)

PROXY FORM FOR EXTRAORDINARY GENERAL MEETING TO BE HELD ON TUESDAY, 4 JULY 2023 AT 3:00 P.M.

I/We¹ _____

of _____

being the registered holder(s) of² _____ ordinary shares (the “Share(s)”) of HK\$0.01 each in the share capital of **China Ruifeng Renewable Energy Holdings Limited** (the “Company”), **HEREBY APPOINT THE CHAIRMAN OF THE MEETING**³ or _____

of _____

as my/our proxy to attend and act for me/us and on my/our behalf at the extraordinary general meeting of the Company to be held at Room 1002, 10/F, Shui On Centre, 6–8 Harbour Road, Wanchai, Hong Kong on Tuesday, 4 July 2023 at 3:00 p.m. (and at any adjournment thereof) (the “Meeting”) for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting and to vote for me/us and in my/our name(s) in respect of such resolutions as hereunder indicated, or, if no such indication is given, as my/our proxy thinks fit. My/our proxy will also be entitled to vote on any matter properly put to the Meeting in such manner as my/our proxy thinks fit.

Ordinary Resolutions*	For ⁴	Against ⁴
(1) To approve the Share Consolidation and to authorise any one director of the Company to do all things necessary for implementation of the aforesaid.		
(2) To approve the Authorised Share Capital Increase and to authorise any one director of the Company to do all things necessary for implementation of the aforesaid.		
(3) To approve the Rights Issue and the Placing Agreement, together with the respective transactions contemplated thereunder, and to authorise any one director of the Company to do all things necessary for implementation of the aforesaid.		

* The full text of the resolutions appears in the notice convening the Meeting dated 14 June 2023.

Dated this day: _____ of _____ 2023 Signature(s)⁵: _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
2. Please insert the number of Shares registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the Shares registered in your name(s).
3. If any proxy other than the chairman of the Meeting is preferred, strike out “**THE CHAIRMAN OF THE MEETING**” 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 signatory(ies). IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS PROXY.**
4. **IMPORTANT:** if you wish to vote for the resolution, tick in the box marked “For”. If you wish to vote against the resolution, tick in the box marked “Against”. If no direction is given, your proxy may vote or abstain as he thinks fit. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
5. 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 executed under its common seal or under the hand of an officer, attorney or other person duly authorised.
6. Any member of the Company entitled to attend and vote at the Meeting shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two (2) or more shares may appoint more than one proxy to attend and vote on his behalf at the Meeting provided that if more than one proxy is so appointed, the appointment shall specify the number of Shares in respect of which each such proxy is so appointed. A proxy need not be a member of the Company. On a poll, votes may be given either personally or by proxy.

7. To be valid, the instrument appointing a proxy and (if required by the Board) 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 branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (“**Branch Share Registrar**”) not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof (as the case may be).
8. No instrument appointing a proxy shall be valid after expiration of 12 months from the date named in it as the date of its execution, except at an adjourned meeting or on a poll demanded at the Meeting or any adjournment thereof in cases where the Meeting was originally held within 12 months from such date.
9. Where there are joint holders of any Share, any one of such joint holders may vote at the Meeting, 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 are present at the Meeting, that one of the said persons so present whose name stand first on the register of members of the Company in respect of such Shares shall alone be entitled to vote in respect thereof.
10. Completion and delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the Meeting if the member so wish and in such event, the instrument appointing a proxy should be deemed to be revoked.
11. The resolutions set out in this proxy form is by way of summary. Please refer to the notice of the Meeting for the full text of the resolutions.
12. All times stated refer to Hong Kong time.

PERSONAL INFORMATION COLLECTION STATEMENT

“Personal Data” in this proxy form has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Cap 486 (“**PDPO**”), which includes your and your proxy’s name and address.

Your and your proxy’s Personal Data provided in this proxy form will be used in connection with processing your request for the appointment of a proxy to attend, act and vote on your behalf as directed above at the extraordinary general meeting. The supply of your and your proxy’s Personal Data is on voluntary basis. However, we may not be able to process your request unless you provide us with your and your proxy’s Personal Data. Your and your proxy’s Personal Data will be disclosed or transferred to the Company’s Branch Share Registrar and/or other companies or bodies for the purpose stated above, or when it is required to do so by law, for example, in response to a court order or a law enforcement agency’s request, and will be retained for such period as may be necessary for our verification and record purpose.

By providing your proxy’s Personal Data in this proxy form, you should have obtained the express consent (which has not been withdrawn in writing) from your proxy in using his/her Personal Data provided in this proxy form and that you have informed your proxy of the purpose for and the manner in which his/her Personal Data may be used.

You/your proxy have/has the right to request access to and/or correction of your/your proxy’s Personal Data respectively in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your/your proxy’s Personal Data should be in writing by either of the following means:

By mail to: Room 1002, 10/F, Shui On Centre, 6–8 Harbour Road, Wanchai, Hong Kong

By e-mail to: admin@c-ruifeng.com