



## 360 LUDASHI HOLDINGS LIMITED

### 360 鲁大师控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3601)

#### FORM OF PROXY FOR USE AT EXTRAORDINARY GENERAL MEETING

I/We (Name) \_\_\_\_\_ (Block capitals, please)  
of (Address) \_\_\_\_\_ being the holder(s)  
of \_\_\_\_\_ (see Note 1)  
shares of HK\$0.01 each in the capital of 360 Ludashi Holdings Limited (the “Company”) hereby appoint  
(Name) \_\_\_\_\_ of  
(Address) \_\_\_\_\_ or failing him/her  
(Name) \_\_\_\_\_  
of (Address) \_\_\_\_\_  
or failing him/her, the chairman of the meeting (see Note 2) (the “Chairman”) 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 “EGM”) to be held at  
the conference room of the Company, 11/F, 11-24 Tianfu Software Site E1, 1268 Tianfu Avenue, High-tech Zone,  
Chengdu, Sichuan Province, PRC on Tuesday, 26 September 2023 at 11:00 a.m. or at any adjournment thereto, to  
vote for me/us and in my/our names in respect of the resolutions as set out in the notice of the EGM of the  
Company (the “EGM Notice”) as hereunder indicated<sup>(see Note 3)</sup>, or if no such indication is given, as my/our proxy  
thinks fit.

ORDINARY RESOLUTION	FOR (See Note 3)	AGAINST (See Note 3)
To approve, confirm and ratify the 360 Master Purchase Agreement 2022-2024 (as supplemented by the Supplemental Agreement dated 21 August 2023) entered into between the Company and 360 Technology Group Co., Ltd.* (三六零科技集团有限公司), a copy of which has been produced at the EGM marked “A” and signed by the chairman for the purpose of identification, and the execution thereof and implementation of the continuing connected transactions contemplated thereunder, as well as the revised annual caps contemplated thereof, and to authorise the directors of the Company to do all such acts and/or things and/or execute all such documents incidental to, ancillary to or in connection with matters contemplated in or relating to the 360 Master Purchase Agreement 2022-2024 (as supplemented by the Supplemental Agreement), the continuing connected transactions contemplated thereunder and the revised annual caps they may in their absolute discretion consider necessary, desirable or expedient to give effect to the 360 Master Purchase Agreement 2022-2024 (as supplemented by the Supplemental Agreement), the implementation of the continuing connected transactions contemplated thereby and thereunder and the revised annual caps and to agree to such variation, amendment or waiver as are, in the opinion of the directors of the Company, in the interest of the Company.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023

Signature(s) \_\_\_\_\_ (see Note 5)

\* For identification purpose only

*Notes:*

1. 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).
  2. A member may appoint more than one proxy of his/her own choice. If such an appointment is made, please strike out the words “or failing him/her, the chairman of the Meeting”, and insert the name(s) of the person(s) appointed as proxy in space provided. **Any alteration made to this form of proxy must be initialled by the person who signs it.**
  3. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED “For”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED “Against”.** Failure to tick a box will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the EGM other than those referred to in the EGM Notice.
  4. This form of proxy must be signed by you or your agent duly authorised in writing, or if the appointor is a corporation, must be under common seal or under the hand of an officer, attorney, or other person duly authorised on that behalf.
  5. Where there are joint holders of any share of the Company, any one of such persons may vote at any meeting, 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 be present at any meeting personally or by proxy, that one of the said persons so present being the most or, as the case may be, the more senior shall alone be entitled to vote in respect of the relevant joint holding and, for this purpose, seniority shall be determined by reference to the order in which the names of the joint holders stand on the register in respect of the relevant joint holding.
  6. In order to be valid, this form of proxy together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney authority, must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time for holding the EGM (i.e. no later than 11:00 a.m. on 24 September 2023). The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the EGM (or any adjourned meeting thereof) if they so wish.
  7. A proxy needs not be a shareholder of the Company.
  8. The register of members of the Company will be closed from Thursday, 21 September 2023 to Tuesday, 26 September 2023 (both dates inclusive) during which period no transfer of shares of the Company can be registered. In order to qualify for attending the EGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with 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 no later than 4:30 p.m. Wednesday, 20 September 2023.
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## **PERSONAL INFORMATION COLLECTION STATEMENT**

- (i) “Personal Data” in these statements has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”).
- (ii) Your and your proxy’s Personal Data provided in this 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 EGM. Your supply of your and your proxy’s Personal Data is on voluntary basis. However, the Company may not be able to process your request unless you provide us with such Personal Data.
- (iii) Your and your proxy’s Personal Data may be disclosed or transferred by the Company to its branch share registrar in Hong Kong, and/or other companies or bodies for any of the stated purposes, 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 retained for such period as may be necessary for our verification and record purposes.
- (iv) By providing your proxy’s Personal Data in this 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 data may be used.
- (v) 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 to the Personal Data Privacy Officer, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.