



KANGDA INTERNATIONAL ENVIRONMENTAL COMPANY LIMITED

康達國際環保有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 6136)

FORM OF PROXY FOR THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON WEDNESDAY, 27 DECEMBER 2023

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 Kangda International Environmental
Company Limited (康達國際環保有限公司) (the “Company”) hereby appoint (Name) _____ of
(Address) _____ or failing him/her (Name)
_____ of
(Address) _____

or failing him/her, the chairman of the Meeting (as defined below) (see Note 2) as my/our proxy to attend and vote for me/us and on my/our behalf at the extraordinary general meeting (the “Meeting”) of the Company to be held at Suite 6409, 64/F, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong at 10:00 a.m. on Wednesday, 27 December 2023, and at any adjournment thereof or on any resolution as set out in the notice (the “Notice”) convening the Meeting. My/our proxy is authorised and instructed to vote as indicated (see Note 3) in respect of the undermentioned resolution:

ORDINARY RESOLUTION (see Note 3)	For (see Note 3)	Against (see Note 3)
To approve, confirm and ratify the Equity Transfer Agreement (as defined in the Notice) and the transactions contemplated thereunder and to authorise any one director of the Company (or any two directors of the Company or one director and the secretary of the Company, in the case of execution of documents under seal) to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the Equity Transfer Agreement and the transactions contemplated thereunder and the implementation thereof including the affixing of seal thereon.*		

* Please refer to the Notice for full text of the resolution.

Dated this _____ day of the _____, 2023

Signature(s) _____ (see Note 5)

Notes:

- 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 member may appoint more than one proxy of his/her own choice. If such an appointment is made, strike out the words “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.
- 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 Meeting other than those referred to in the Notice.
- If the appointor is a corporation, this form must be under common seal or under the hand of an officer, attorney, or other person duly authorised on that behalf.
- In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated.
Where there are joint holders of any share of the Company, 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/she 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, will be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
- To be valid, this form of proxy must be completed, signed and deposited at the Company’s branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof), not less than 48 hours before the time for holding the Meeting (i.e. no later than Monday, 25 December 2023 at 10:00 a.m. (Hong Kong time)). The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the Meeting (or any adjournment thereof) if they so wish and in such event, the form of proxy will be deemed to be revoked.
- A proxy need not be a shareholder of the Company.