



# 北京北辰實業股份有限公司

## BEIJING NORTH STAR COMPANY LIMITED

(A sino-foreign joint venture joint stock limited company incorporated in the People's Republic of China)  
(Stock Code: 588)

### PROXY FORM FOR HOLDERS OF H SHARES FOR USE AT THE ANNUAL GENERAL MEETING OF 2023

I/We<sup>(note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holders (the "Shareholders") of<sup>(note 2)</sup> \_\_\_\_\_ H Share(s) in  
**BEIJING NORTH STAR COMPANY LIMITED** (the "Company"), HEREBY APPOINT<sup>(notes 3 & 4)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him<sup>(notes 3 & 4)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
or failing him, the Chairman of the meeting or any director of the Company as my/our proxy in respect of<sup>(note 5)</sup> \_\_\_\_\_  
H Share(s) in the capital of the Company held by me/us to attend and act for me/us at the Annual General Meeting of 2023 of the Company to be held at the Meeting Room One at 12th Floor, Tower A,  
Hui Xin Building, No. 8 Bei Chen Dong Road, Chao Yang District, Beijing, the People's Republic of China (the "PRC") at 9:00 a.m. on Thursday, 16 May 2024 or at any adjournment thereof and to act  
at such meeting or at any adjournment thereof in respect of the resolutions as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

SPECIAL RESOLUTIONS		For <sup>(note 6)</sup>	Against <sup>(note 6)</sup>	Abstain <sup>(note 6)</sup>
1.	"Amendments to the Articles of Association" of the Company			
2.	"Amendments to the Rules of Procedures for Shareholders' General Meetings" of the Company			
3.	"Amendments to the Rules of Procedures for Meetings of the Board of Directors" of the Company			
4.	"Amendments to the Rules of Procedures for Meetings of the Supervisory Committee" of the Company			
5.	"Amendments to the Working Policy for Independent Directors" of the Company			
6.	"The resolution on estimation of guarantee limit for the year of 2024" of the Company			
7.	"The resolution on grant of general mandate for issuance of shares" of the Company			
8.	"The resolution on grant of general mandate for issuance of debt financing instruments" of the Company			
ORDINARY RESOLUTIONS				
9.	The financial report of the Company for the year of 2023 prepared in accordance with the PRC accounting standards and Hong Kong general accepted accounting principles respectively			
10.	The report of the board of Directors of the Company for the year of 2023 prepared in accordance with the relevant regulations and requirements of the PRC and Hong Kong for disclosure in annual report respectively			
11.	The report of the supervisory committee of the Company for the year of 2023			
12.	The scheme of profit distribution and the scheme of capital reserve fund conversion of the Company for the year of 2023			
13.	"Duty report of the independent Directors for the year of 2023" of the Company			
14.	"The resolution on provision of financial assistance for the year of 2024" of the Company			
15.	"Proposed shareholders dividend distribution and return plan (2024-2026)" of the Company			
16.	"The resolution on the election of Directors (excluding independent non-executive Directors)" of the Company (this resolution is subject to the cumulative voting system)	cumulative votes <sup>(Note 7)</sup> (Please fill in the votes for items 16(a) to 16(f) in the following column)		
	(a) The election of Mr. LI Wei-Dong as an executive Director of the Company for the next session			
	(b) The election of Ms. LIANG Jie as an executive Director of the Company for the next session			
	(c) The election of Mr. YANG Hua-Sen as an executive Director of the Company for the next session			
	(d) The election of Ms. ZHANG Wen-Lei as an executive Director of the Company for the next session			
	(e) The election of Mr. HU Hao as a new executive Director of the Company for the next session			
	(f) The election of Mr. WEI Ming-Qian as a new executive Director of the Company for the next session			
17.	"The resolution on election of the independent non-executive Directors" of the Company (this resolution is subject to the cumulative voting system)	cumulative votes <sup>(Note 7)</sup> (Please fill in the votes for items 17(a) to 17(c) in the following column)		
	(a) The election of Dr. CHOW Wing-Kin, Anthony as an independent non-executive Director of the Company for the next session			
	(b) The election of Mr. GAN Pei-Zhong as an independent non-executive Director of the Company for the next session			
	(c) The election of Mr. CHEN De-Qiu as an independent non-executive Director of the Company for the next session			
18.	"The resolution on remuneration of the Directors" of the Company			
19.	"The resolution on the election of Supervisors" of the Company (this resolution is subject to the cumulative voting system)	cumulative votes <sup>(Note 7)</sup> (Please fill in the votes for items 19(a) to 19(b) in the following column)		
	(a) The election of Ms. DU Yan as the shareholder representative Supervisor of the Company for the next session			
	(b) The election of Ms. HE Shu-Fang as the new shareholder representative Supervisor of the Company for the next session			
20.	"The resolution on remuneration of the Supervisors" of the Company			

Date: \_\_\_\_\_, 2024

Signature(s)<sup>(note 8)</sup>: \_\_\_\_\_

#### Notes:

- Please insert full name(s) and address(es) (as shown on the register of shareholders) in **BLOCK CAPITALS**.
- Please insert the number of all the H shares of the Company (the "Shares") registered in your name(s).
- Any shareholder of the Company entitled to attend and vote at the meeting mentioned above is entitled to appoint one or more proxies to attend and vote on his/her behalf in accordance with the Articles of Association of the Company. A proxy need not be a shareholder of the Company but must attend the meeting in person to represent you.
- Please insert the name and address of the proxy desired and strike out the words "or failing him, the Chairman of the meeting or any director of the Company". **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING OR ANY DIRECTOR OF THE COMPANY WILL ACT AS YOUR PROXY.**
- Please indicate clearly the number of shares in the Company registered in your name(s) in respect of which the proxy is so appointed. If no such number is inserted, the proxy will be deemed to be appointed in respect of all the Shares in the Company registered in your name(s).
- Important:** If you wish to vote for any resolution, tick in the box marked "For". If you wish to vote against any resolution, tick in the box marked "Against". If you wish to abstain from voting on any resolution, tick in the box marked "Abstain". If you wish to vote the number of H Shares(s) to which this proxy form relates, please state the exact number of Shares in lieu of a tick in the relevant box. Failure to tick any box will entitle your proxy to cast your vote at his discretion.
- For the resolutions nos. 16, 17 and 19 regarding the election of directors of the Company (the "Directors") and supervisors of the Company (the "Supervisors"), a cumulative voting system is adopted. The cumulative voting system means that when two or more Directors or Supervisors (as the case may be) under the same proposal are elected in a general meeting, each Share held by the shareholders who participate in the poll shall have the voting rights equal to the total number of candidates proposed for election of Directors or Supervisors (as the case may be) under the same proposal, and the shareholders may elect one person with all the voting rights or vote separately for several candidates. The cumulative voting system does not have "in favor", "against", or "abstain" items on the poll. You can fill in the corresponding number of votes in the "cumulative votes" column after each candidate's name. The minimum number of votes is zero, and the maximum number of votes is the maximum number of votes under each resolution group, without the need to be an integral multiple of your shareholding. If you put a "✓" in the box after each candidate's name, it will be deemed that the total number of votes you have will be equally distributed among the corresponding candidates.
- This proxy form must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of a director or attorney duly authorized in writing.
- In order to be valid, this proxy form and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or authority shall be deposited with the Company's H Share Registrar, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time for the holding of the meeting (i.e. not later than 15 May 2024 at 9:00 a.m. (Hong Kong time)) or 24 hours before the time appointed for taking the poll.
- A shareholder or his proxy shall produce his own identity proof documentation when attending the meeting. An individual shareholder attending the meeting in person shall produce (i) the document of his identity; and (ii) the evidence of his shareholding. A proxy who has been appointed to attend the meeting on behalf of others shall produce (i) the document of his identity; (ii) the power of attorney; and (iii) the evidence of his shareholding. A corporate shareholder shall be represented at the meeting by its legal representative, or the proxy appointed by the board of directors or other governance body. If a corporate shareholder appoints its legal representative to attend the meeting, the legal representative shall produce (i) the document of his identity; (ii) valid proof of his identity as a legal representative; and (iii) the evidence of shareholding. Where a proxy is appointed by the legal representative to attend the meeting on his behalf, the proxy shall produce (i) the document of his identity; (ii) the power of attorney duly issued by the legal representative of the corporate shareholder; and (iii) the evidence of shareholding. Where a proxy is appointed to attend the meeting by the board of directors or other governance body of the corporate shareholder, the proxy shall produce (i) the document of his identity; (ii) a notarially certified copy of the resolution or other authority of appointment; and (iii) the evidence of shareholding.
- Should there be any discrepancies between the Chinese and English versions of this form, the Chinese version shall prevail.

#### PERSONAL INFORMATION COLLECTION STATEMENT

- "Personal Data" in this statement has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- Your Personal Data is supplied to the Company on a voluntary basis. Failure to provide sufficient information may render the Company not able to process your instructions and/or request as stated in this proxy form.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, the Share Registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing to Personal Data Privacy Officer of Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.