



Beisen Holding Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9669)

FORM OF PROXY FOR USE AT ANNUAL GENERAL MEETING

I/We (Name) _____ (Block capitals)

of (Address) _____

being the holder(s) of _____ (see Note 1) shares of US\$0.00001 each in the share capital of Beisen Holding 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) as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company (the “Annual General Meeting”) to be held at 19th Floor, Huarui Mansion, Xiaoyunli South Street No. 9 Courtyard, Chaoyang District, Beijing, the PRC on Friday, 20 September 2024 at 2:00 p.m., and at any adjournment thereof or on any resolution or motion which is proposed thereat. My/our proxy is authorised and instructed to vote as indicated (see Note 3) in respect of the undermentioned resolutions:

	Ordinary Resolutions	For (see Note3)	Against (see Note3)
1.	To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors of the Company (the “Director(s)”) and independent auditor of the Company (the “Auditor”) for the financial year ended 31 March 2024.		
2.	(A) To re-elect the following retiring Directors:		
	(i) Mr. Ji Weiguo as an executive Director.		
	(ii) Mr. Ge Ke as an independent non-executive Director.		
	(B) To authorise the board of Directors (the “Board”) to fix the remuneration of the Directors.		
3.	To re-appoint KPMG as the Auditor and to authorise the Board to fix its remuneration for the financial year ending 31 March 2025.		
4.	(A) To give a general mandate to the Directors to allot, issue and deal with the additional shares (including any sale or transfer of shares of the Company out of treasury that are held as treasury shares) not exceeding 20 per cent of the aggregate number of the issued shares of the Company (excluding treasury shares) as at the date of passing this ordinary resolution.		
	(B) To give a general mandate to the Directors to repurchase shares not exceeding 10 per cent of the aggregate number of the issued shares of the Company (excluding treasury shares) as at the date of passing this ordinary resolution.		
	(C) To extend, conditional upon the passing of ordinary resolutions numbered 4(A) and 4(B), the authority given to the Directors pursuant to ordinary resolution numbered 4(A) to issue shares by adding thereto the number of shares repurchased pursuant to ordinary resolution numbered 4(B).		

Dated this _____ day of _____, 2024

Signature(s) _____ (see Note 5)

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 the member is the holder of two or more shares. 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.
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 meeting other than those referred to in the notice convening the meeting.**
4. 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.
5. 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.

6. 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 certified copy thereof), not less than 48 hours before the time for holding the Annual General Meeting (i.e. not later than 2:00 p.m. on Wednesday, 18 September 2024) or any adjournment thereof. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish and in such event, this form of proxy shall be deemed to be revoked.
7. A proxy need not be a shareholder of the Company.

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 of proxy 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 Annual General Meeting. 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 of proxy, 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 form of proxy 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, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong.