

Xinyuan Property Management Service (Cayman) Ltd.

鑫苑物業服務集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1895)

Number of shares to which this form of proxy relates ^(Note 1)	
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FORM OF PROXY FOR THE SECOND EXTRAORDINARY GENERAL MEETING TO BE HELD ON 7 AUGUST 2024

I/We ^(Note 2) _____
of _____
being the registered holder(s) of shares in the issued share capital of Xinyuan Property Management Service (Cayman) Ltd. (the “Company”) hereby appoint the Chairman of Second EGM ^(Note 3) or _____
of _____
as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the extraordinary general meeting (the “Second EGM”) of the Company to be held at Company Meeting Room, Hengtong Business Park, Beijing, the PRC on Wednesday, 7 August 2024 at 2:30 p.m. (and at any adjournment thereof).

Please tick (“✓”) the appropriate boxes to indicate how you wish your vote(s) to be cast ^(Note 4).

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To approve the adoption of a one-off share scheme by the Company.		
2.	Conditional upon resolution numbered 1 above being passed, to approve the grant of 17,025,000 new ordinary shares of the Company (the “Shares”) to Mr. SHEN Yuan-Ching, the chairman, executive director and chief executive officer of the Company.		
3.	Conditional upon resolution numbered 1 above being passed, to approve the grant of 8,512,500 new Shares to Mr. WANG Yong, the executive director and chief financial officer of the Company.		
4.	Conditional upon resolutions numbered 1, 2 and 3 above being passed, to approve the termination of the existing share option scheme of the Company adopted by the shareholders on 16 September 2019.		

Date: _____ 2024

Signature(s) ^(Note 5) _____

Notes:

- Please insert the number of shares 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 of the Company registered in your name(s). If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified.
- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- If any proxy other than the Chairman of Second EGM is preferred, please strike out the words “the Chairman of Second EGM” and insert the name and address of the proxy desired in the space provided. Any shareholder of the Company entitled to attend and vote at the Second EGM is entitled to appoint another person (who must be an individual) to attend and vote instead of him. A proxy need not be a shareholder of the Company. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “AGAINST”.** If no direction is given, your proxy will vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Second EGM other than those referred to in the notice convening the Second EGM.
- This form of proxy must be signed by you or your attorney duly authorized in writing. In case of a corporation, the same must be either under its common seal or under the hand of an officer, attorney or other person so authorized. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- In case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the Register of Members of the Company.
- 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 thereof, must be deposited at the Company’s Hong Kong Branch Share Registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for the Second EGM (i.e. not later than 2:30 p.m. on Monday, 5 August 2024).
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the Second EGM if you so wish.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Second EGM of the Company (the “Purposes”). We may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to Tricor Investor Services Limited at the above address.