

# Min Fu International Holding Limited 民富國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8511)

Form of proxy for use by the shareholders of Min Fu International Holding Limited (the “Company”) at the annual general meeting to be convened at 2/F, J Plus, 35-45B Bonham Strand, Sheung Wan, Hong Kong, on Monday, 30 September 2024 at 10:30 a.m. (or any adjournment thereof).

I/We<sup>1</sup> \_\_\_\_\_ of \_\_\_\_\_

being the registered holder(s) of<sup>2</sup> \_\_\_\_\_ shares of US\$0.0001 each (the “Shares”) of Min Fu International Holding Limited (the “Company”), HEREBY APPOINT<sup>3</sup> the Chairman of the Meeting, or \_\_\_\_\_ of \_\_\_\_\_

as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting (the “Meeting”) of the Company to be held at 2/F, J Plus, 35-45B Bonham Strand, Sheung Wan, Hong Kong, on 30 September 2024 at 10:30 a.m. (or at any adjournment thereof) in respect of the resolutions set out in the notice convening the Meeting (the “Notice of AGM”) as hereunder indicated and, if no such indication is given, as my/our proxy thinks fit.

Capitalised terms used herein shall have the same meaning as those stated in the Notice of AGM.

ORDINARY RESOLUTIONS		FOR <sup>4</sup>	AGAINST <sup>4</sup>
1.	To receive, consider and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (“Director(s)”) and the auditors of the Company for the year ended 31 March 2024.		
2.	(i) To re-elect Mr. Zeng Weijin as an executive Director of the Company;		
	(ii) To re-elect Mr. Huang Minzhi as an executive Director of the Company;		
	(iii) To re-elect Ms. Ye Jialing as an executive Director of the Company;		
	(iv) To re-elect Ms. Chen Meng as an independent non-executive Director of the Company; and		
	(v) To authorise the board of directors of the Company to fix the remuneration of the Directors;		
3.	To re-appoint McMillian Woods (Hong Kong) CPA Limited as the Company’s auditor and to authorise the Board to fix their remuneration.		
4.	To approve and grant the general mandate to issue additional shares of the Company to the Directors.		
5.	To approve and grant the general mandate to repurchase shares of the Company to the Directors.		
6.	To approve and grant the extension of the general mandate granted in ordinary resolution numbered 4 by adding repurchased shares under ordinary resolution numbered 5 to the Directors.		
7.	“THAT, subject to and conditional upon the The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) granting the approval to the listing of, and the permission to deal in, the Consolidated Shares (as defined below) in issue, with effect from the second Business Day (as defined in the circular of the Company dated 30 August 2024) following the day of passing this resolution:		
	(a) every forty (40) issued and unissued existing ordinary share(s) of US\$0.0001 each in the share capital of the Company be consolidated into one (1) ordinary share of US\$0.004 (each a “Consolidated Share”), and such Consolidated Shares shall rank pari passu in all respects with each other and have the rights and privileges and be subject to the restrictions in respect of ordinary shares contained in the articles of association of the Company (the “Share Consolidation”);		
	(b) all fractional Consolidated Shares resulting from the Share Consolidation will be disregarded and will not be issued to holders of the same but all such fractional Consolidated Shares will be aggregated and, if possible, sold for the benefit of the Company in such manner and on such terms as the Directors may think fit; and		
	(c) any one or more of the Directors be and is/are hereby authorised generally to do all such acts, deeds and things and to sign and execute all such documents, including under seal where applicable, on behalf of the Company, as they shall, in his/their absolute discretion, deem appropriate to effect and implement the Share Consolidation.”		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2024.

Signature<sup>5</sup>: \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- 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 of the Company registered in your name(s).
- If any proxy other than the chairman is preferred, please strike out “the Chairman of the Meeting, or” and insert the name and address of the proxy desired in the space provided. A member may appoint one or (if he is the holder of two or more shares) more proxies to attend and vote in his stead. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTIONS SET OUT ABOVE, PLEASE TICK (“√”) THE BOXES MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, PLEASE TICK (“√”) THE BOXES MARKED “AGAINST”.** Failure to tick either box will entitle your proxy to cast your vote or abstain at his/her discretion. Your proxy will also be entitled to vote or abstain at his/her discretion on any resolution properly put to the Meeting other than that referred to in the Notice of AGM.
- The instrument appointing proxy must be in writing under the hand of the appointor or his/her attorney duly authorised in writing, if the appointor being a corporation, either under its seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
- Any member of the Company entitled to attend and vote at the Meeting shall be entitled to appoint another person (who must be an individual) as his/her proxy to attend and vote instead of him/her. On a poll votes may be given either personally or by proxy. A proxy need not be a member of the Company. A member who holds two or more shares of the Company may appoint more than proxy to attend and vote on the same occasion.
- The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall deposited at the branch share registrar and transfer office of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, not later than 48 hours before the time appointed for holding the Meeting or any adjourned meeting (as the case may be) at which the person named in such instrument proposes to vote, and in default the instrument of proxy shall not be treated as valid. Delivery of any instrument of appointing a proxy shall not preclude a member from attending and voting in person at the Meeting or at any adjourned meeting concerned and, in such event, the instrument appointing the proxy shall be deemed to be revoked.
- Where there are joint registered holders of any share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he/she was solely entitled thereto; but if more than one of such joint holders be present at the 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.
- The description of each resolution herein is by way of summary only. The full text appears in the Notice of AGM.

#### 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 Meeting (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 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. You/your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company/Computershare Hong Kong Investor Services Limited at the above address.