



# China Risun Group Limited

## 中國旭陽集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1907)

### FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON THURSDAY, MAY 30, 2024 (OR ANY ADJOURNMENT THEREOF)

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>2</sup> \_\_\_\_\_  
ordinary shares of HK\$0.1 each in the abovenamed company (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 of the Company (the “Meeting”) to be held at Room 2001, 20/F., Sino Plaza, 255 Gloucester Road, Causeway Bay, Hong Kong at 10:00 a.m. on Thursday, May 30, 2024 (or any adjournment thereof) for the purpose of considering and, if thought fit, passing the following resolutions as set out in the notice convening the Meeting, and vote for me/us and in my/our names in respect of the resolutions as indicated below, or, if no such indication is given, as my/our proxy thinks fit:

	ORDINARY RESOLUTIONS	FOR <sup>4</sup>	AGAINST <sup>4</sup>
1.	To consider and approve the report of the board of directors of the Company for the year ended December 31, 2023.		
2.	To consider and approve the audited financial statements of the Company and the independent auditor’s report for the year ended December 31, 2023.		
3.	To re-elect Ms. Lu Xiaomei as an executive director of the Company.		
4.	To re-elect Mr. Li Qinghua as an executive director of the Company.		
5.	To re-elect Mr. Wang Nianping as an executive director of the Company.		
6.	To re-elect Mr. Yang Lu as an executive director of the Company.		
7.	To re-elect Mr. Kang Woon as an independent non-executive director of the Company.		
8.	To authorize the board of directors of the Company to fix the remuneration of the directors of the Company for the year ending December 31, 2024.		
9.	To consider and approve the re-appointment of Deloitte Touche Tohmatsu as the Company’s external auditor and to authorize the Board to determine its remuneration.		
10.	To consider, approve and declare the final dividend of RMB1.20 cent per Share (“Final Dividend”) to be paid in HKD of an amount of HK1.32 cent per Share (tax-inclusive) for the year ended December 31, 2023.		
11.	To grant a general and unconditional mandate to the Directors to allot, issue and deal with additional ordinary shares of the Company, or to resell or transfer of treasury Shares, up to a maximum of 20% of the total number of issued shares of the Company at the date of passing of this resolution (excluding repurchased Shares pending for cancellation and treasury shares, if any).		
12.	To grant a general and unconditional mandate to the Directors to repurchase shares of the Company up to a maximum of 10% of the total number of issued shares of the Company at the date of passing of this resolution (excluding repurchased Shares pending for cancellation and treasury shares, if any).		
13.	To extend the general and unconditional mandate granted to the Directors to issue, allot and deal with additional shares of the Company, or to resell or transfer of treasury Shares, under resolution numbered 11 to include the aggregate number of shares of the Company repurchased by the Company pursuant to the general and unconditional mandate to repurchase shares under resolution numbered 12.		

\* The full text of the resolution is set out in the notice of the Meeting contained in the circular of the Company dated April 26, 2024 which is sent to the shareholders of the Company together with this proxy form.

Dated: \_\_\_\_\_

Signature(s)<sup>5</sup>: \_\_\_\_\_

*Notes:*

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares registered in your name(s) to which this proxy relates. 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).
3. If any proxy other than the Chairman of the Meeting is preferred, delete the words “**THE CHAIRMAN OF THE MEETING OR**” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **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”.** Failure to tick a box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under its seal or under the hand of an officer or attorney or other person duly authorised to sign the same.
6. 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 certified copy of such power or authority, 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 for holding the Meeting (i.e. not later than Tuesday, May 28, 2024 at 10:00 a.m.) or adjourned Meeting (as the case may be).
7. In the case of joint holders of a share if more than one of such joint holder be present at any Meeting the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority shall be determined by the order in which the names stand in the register in respect of the joint holding.
8. The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
9. Completion and delivery of an instrument appointing a proxy should not preclude a member from attending and voting in person at the Meeting or any adjournment of such Meeting and in such event, the instrument appointing a proxy shall be deemed to be revoked.

**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 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 the Company/Tricor Investor Services Limited at the above address.