



SHANGHAI JIAODA WITHUB  
INFORMATION INDUSTRIAL COMPANY LIMITED\*

上海交大慧谷信息產業股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 8205)

PROXY FORM FOR USE AT THE 2022 ANNUAL GENERAL MEETING

The number of shares to which this proxy form relates <sup>(Note 2)</sup>	Domestic Shares/H Shares <sup>(Note 2)</sup>
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I/We <sup>(Note 1)</sup> \_\_\_\_\_

of \_\_\_\_\_

being the registered holder(s) of \_\_\_\_\_ Domestic Shares/ \_\_\_\_\_ H Shares <sup>(Note 2)</sup>  
in Shanghai Jiaoda Withub Information Industrial Company Limited\* (the "Company") **HEREBY APPOINT THE CHAIRMAN OF THE MEETING,**

or \_\_\_\_\_

of \_\_\_\_\_ <sup>(Note 3)</sup>

as my/our proxy(ies) to attend and vote for me/us and on my/our behalf at the 2022 Annual General Meeting of the Company to be held at Conference Room, 2nd Floor, Building A, Shanghai Jiaoda Withub Information Park, No. 951 Panyu Road, Xuhui District, Shanghai, the PRC on 20 June 2023 at 2:00 p.m. or at any adjournment thereof and to vote at such meeting or any adjournment thereof in respect of the resolutions as hereunder indicated or, if no such indication is given, as my/our proxy(ies) thinks fit.

ORDINARY RESOLUTIONS		For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>
1.	To consider and approve the report of the Directors for 2022		
2.	To consider and approve the report of the Supervisory Committee for 2022		
3.	To consider and approve the audited consolidated financial statements and auditor's report for the year ended 31 December 2022		
4.	To consider and approve the dividend distribution proposal for 2022		
5.	To consider and approve the appropriation to statutory surplus reserve and statutory public welfare fund for 2022		
6.	To consider and approve the reappointment of ShineWing Certified Public Accountants (Special General Partnership) as the Company's auditor for 2023 and to authorise the Directors of the Company to fix their remuneration		
7.	To consider and approve the remuneration proposals for directors and supervisors of the Company for 2023 and to authorise the directors of the Company to fix their remuneration		
8.	To consider and approve the re-election of each of the following candidates as the directors of the Company each for a term of three years:		
	(a) Mr. Shuai Ge		
	(b) Mr. Shang Ling		
	(c) Ms. Gu Xiaomin		
9.	To consider and approve the re-election of each of the following candidates as the Supervisors of the Company each for a term of three years:		
	(a) Mr. Yang Qing		
	(b) Ms. Pan Li		
10.	To consider and approve the change of scope of business		
<b>SPECIAL RESOLUTIONS</b>			
11.	To consider and approve the grant of a general mandate to the Board of Directors to allot, issue and deal in additional Domestic Shares and H Shares		
12.	To approve the proposed amendments to the existing articles of association of the Company and the adoption of the amended articles of association of the Company.		

Dated this: \_\_\_\_\_ day of \_\_\_\_\_ 2023

Signature(s) <sup>(Notes 5, 6 & 7)</sup>: \_\_\_\_\_

Notes:

1. Please insert the full name(s) and address(es) (as shown in the register of the members) in **BLOCK CAPITALS**. The name of all joint registered holders should be stated.
2. Please delete as appropriate and insert the number of shares in the Company registered in your name(s) and 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 in the capital of the Company registered in your name(s) (whether alone or jointly with others).
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. A proxy need not be a shareholder of the Company. **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, PLEASE PLACE A "✓" IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE PLACE A "✓" IN THE BOX MARKED "AGAINST".** If the form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy is entitled to vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy is entitled, in relation to that particular proposed resolution, to vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out 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 common seal or under the hand of an officer or attorney or other person duly authorised. In case of joint registered holders of any shares, this form of proxy may be signed by any one joint registered holders, but if more than one joint registered holder is present at the meeting, whether in person or by proxy, that one of the joint registered holders whose name stands first on the register of members in respect of the relevant joint holding shall, to the exclusion of other joint holders, be entitled to vote in respect thereof.
6. To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at (i) the Company's H share registrar, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong (for holders of H Shares) or (ii) the Company's principal place of business in the PRC (for holders of Domestic Shares) not later than 24 hours before the time of the meeting or any adjourned meeting.
7. Completion and return of this form of proxy will not preclude you from attending and voting in person at the meeting or any adjournment thereof if you wish.

\* For identification purpose only