



**Shanyu Group Holdings Company Limited**  
**善裕集團控股有限公司**

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8245)

**FORM OF PROXY**

**FOR THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON THURSDAY, 20 JUNE 2024 OR  
ANY ADJOURNMENT THEREOF (THE “EGM”)**

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

being the registered holder(s) of<sup>2</sup> \_\_\_\_\_ ordinary shares of  
HK\$0.0125 each in the share capital of Shanyu Group Holdings Company Limited (the “Company”) hereby appoint the Chairman of the EGM  
or<sup>3</sup> \_\_\_\_\_

of \_\_\_\_\_

as my/our proxy to attend and vote for me/us and on my/our behalf at the EGM to be held at Unit 1103–06, China Building, 29 Queen’s Road  
Central, Hong Kong on Thursday, 20 June 2024 at 2:30 p.m. or at any adjournment thereof (as the case may be) on the undermentioned resolution  
as indicated and if no such indication is given as my/our proxy thinks fit.

<b>ORDINARY RESOLUTION*</b>	<b>FOR<sup>4</sup></b>	<b>AGAINST<sup>4</sup></b>
To approve the Share Consolidation (as described and defined in the notice of the EGM dated 3 June 2024) and to authorise any one of the directors of the Company to do all things and execute all documents he may consider appropriate and desirable to effect and implement the Share Consolidation.		

\* *The full text of the resolutions is set out in the notice of the EGM dated 3 June 2024.*

Date: \_\_\_\_\_ 2024 Signature: \_\_\_\_\_

*Notes:*

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of ordinary shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the ordinary shares in the capital of the Company registered in your name(s).
3. If a proxy other than the Chairman is preferred, strike out “the Chairman of the EGM or” and insert the name and address of the person proposed to be appointed as proxy in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
4. Please indicate with a tick in the relevant box how you wish the proxy to vote on behalf. If this form of proxy is returned without any indication, you will be deemed to have authorized your proxy to vote or abstain from voting as he thinks fit.
5. Any member entitled to attend and vote is entitled to appoint a proxy(ies) to attend instead of him and to vote on a poll. A proxy need not be a member of the Company.
6. If the appointor is a corporation, this form of proxy must be executed under its common seal or under the hand of an officer or attorney duly authorised on that behalf.
7. In the 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 vote(s) 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.
8. To be valid, this form of proxy together with the power of attorney or other authority, if any, under which it is signed must be completed and deposited at the Company’s branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong, not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof (as the case may be).
9. Completion and deposit of this form of proxy will not preclude you from attending and voting in person at the EGM if you so wish. If you attend and vote at the EGM in person, the authority of your proxy will 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 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 the Company/Boardroom Share Registrars (HK) Limited at the above address.