



Newtree Group Holdings Limited
友川集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1323)

PROXY FORM

Proxy form for use by the shareholders of Newtree Group Holdings Limited (the “Company”) at the extraordinary general meeting (the “EGM”) to be convened at The Function Room 3, 2/F, The Harbourview, 4 Harbour Road, Wanchai, Hong Kong on Friday, 27 March 2020 at 11:00 a.m. (or any adjournment thereof).

I/We (Note a) _____
of _____
being the registered holder(s) of (Note b) _____ shares of HK\$0.01 each (the “Shares”) of
the Company hereby appoint the chairman of the EGM, or _____
of _____
to act as my/our proxy (Note c) at the EGM to be held at The Function Room 3, 2/F, The Harbourview, 4 Harbour Road, Wanchai, Hong Kong on Friday, 27 March 2020 at 11:00 a.m. (or any adjournment thereof) and to vote on my/our behalf as directed below.

	SPECIAL RESOLUTION (Note d)	For (Note e)	Against (Note e)
1.	Subject to and conditional upon the approval of the Registrar of the Companies in the Cayman Islands, the English name of the Company be changed from “Newtree Group Holdings Limited” to “Huasheng International Holding Limited”, and the Chinese name “華盛國際控股有限公司” be adopted and registered as the dual foreign name of the Company in place of its existing Chinese name “友川集團控股有限公司” (the “ Change of Company Name ”) with effect from the date of registration as set out in the certificate of incorporation on change of name issued by the Registrar of Companies in the Cayman Islands, and that any one or more of the directors of the Company be and is/are hereby authorised to do all such acts and things and execute all such documents, including under seal where appropriate, which he/they may consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Change of Company Name and to attend to any necessary registration and/or filing for and on behalf of the Company.		

Shareholder’s signature _____ (Notes e, f, g, h, i and j)

Dated the _____ day of _____ 2020

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s). If no number is inserted, this proxy form will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the chairman of the EGM as your proxy, please delete the words “the chairman of the EGM or” and insert the name and address of the person appointed proxy in the space provided.
- The description of the resolution is by way of summary only. The full text appears in the notice convening the EGM.
- Important: If you wish to vote for the resolution set out above, please tick (“✓”) the box marked “For”. If you wish to vote against the resolution, please tick (“✓”) the box marked “Against”. If this form returned is duly signed but without specific direction on the proposed resolution, the proxy will vote or abstain at his discretion in respect of the resolution; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the EGM other than those set out in the notice convening the EGM.**
- A member of the Company who is the holder of two or more Shares may appoint more than one proxy to represent him and vote on his behalf at a general meeting of the Company.
- In the case of a joint holding, this form may be signed by any joint holder, but if more than one joint holder is present at the EGM, whether in person or by proxy, that one of the joint holder whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The proxy form must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney or other person so authorised.
- To be valid, this proxy form together with any power of attorney or other authority (if any) under which it is signed or a notorially certified copy of such power or authority must be deposited at the offices of the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 48 hours before the time of the EGM (i.e. on or before 11:00 a.m. on 25 March 2020) or any adjourned meeting. Completion and return of this proxy form will not preclude you from attending and voting in person at the EGM or any adjournment thereof.
- Any alteration made to this form should be initialled by the person who signs it.

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 authorized 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.