



福建諾奇股份有限公司
Fujian Nuoqi Co., Ltd.

(a joint stock limited liability company incorporated in the People's Republic of China)
(Stock Code: 1353)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING
TO BE HELD ON FRIDAY, 12 JUNE 2020

I/We, ^(Note 1) _____
of _____
being the registered holder(s) of _____ H share(s)/domestic share(s)^{# (Note 2)} of
FUJIAN NUOQI CO., LTD. (the "Company") hereby appoint the Chairman of the meeting ^(Note 3) or _____
of _____
as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the annual general meeting (the "AGM") of the Company to be held at Room 2602, Block 5, Jialong Shangdu, Jitai Road, Economic and Technical Development Zone, Quanzhou, Fujian Province, the PRC on Friday, 12 June 2020 at 2:00 p.m. (and at any adjournment thereof).

Please tick ("✓") in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll ^(Note 4).

| ORDINARY RESOLUTIONS | | FOR | AGAINST |
|---------------------------|--|-----|---------|
| 1. | To consider and approve the report of the board (the "Board") of directors (the "Directors") of the Company for the year ended 31 December 2019. | | |
| 2. | To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2019. | | |
| 3. | To consider and approve the audited consolidated financial statements of the Company and its subsidiaries and the auditor's report for the year ended 31 December 2019. | | |
| 4. | To consider and approve the proposal of not distributing the Company's profit for the year ended 31 December 2019. | | |
| 5. | To consider and approve the re-appointment of BDO Limited as the international auditor of the Company and the appointment of Fujian Ruizhi Certified Public Accountants as the domestic auditor of the Company respectively to hold office until the conclusion of the next annual general meeting and to authorise the Board to fix their remuneration. | | |
| 6. | 6.1 To consider and approve the re-election of Mr. Xu Haiying as an executive director of the Company and to authorise any one of the directors of the Company to take all steps as in his discretion be necessary to give effect to this resolution. | | |
| | 6.2 To consider and approve the re-election of Mr. Sit Hon Wing as an executive director of the Company and to authorise any one of the directors of the Company to take all steps as in his discretion be necessary to give effect to this resolution. | | |
| | 6.3 To consider and approve the re-election of Mr. Han Huiyuan as a non-executive director of the Company and to authorise any one of the directors of the Company to take all steps as in his discretion be necessary to give effect to this resolution. | | |
| | 6.4 To consider and approve the re-election of Mr. Chan Ming Sun Jonathan as an independent non-executive director of the Company and to authorise any one of the directors of the Company to take all steps as in his discretion be necessary to give effect to this resolution. | | |
| | 6.5 To consider and approve the re-election of Mr. Lee Chi Hwa Joshua as an independent non-executive director of the Company and to authorise any one of the directors of the Company to take all steps as in his discretion be necessary to give effect to this resolution. | | |
| | 6.6 To consider and approve the re-election of Mr. Mak Yiu Tong as an independent non-executive director of the Company and to authorise any one of the directors of the Company to take all steps as in his discretion be necessary to give effect to this resolution. | | |
| | 6.7 To authorise the Board to fix the remuneration of the Directors. | | |
| 7. | 7.1 To consider and approve the re-election of Ms. Wang Zhiyu as a supervisor of the Company and to authorise any one of the directors of the Company to take all steps as in his discretion be necessary to give effect to this resolution. | | |
| | 7.2 To consider and approve the re-election of Mr. Cheung Wang Lok as a supervisor of the Company and to authorise any one of the directors of the Company to take all steps as in his discretion be necessary to give effect to this resolution. | | |
| | 7.3 To authorise the Board to fix the remuneration of the supervisors of the Company. | | |
| SPECIAL RESOLUTION | | | |
| 8. | To consider and approve the granting of a general mandate to the Board to allot, issue and deal with additional domestic shares and H shares not exceeding 20% of each of the total number of issued domestic shares and H shares of the Company respectively, and to authorise the Board to make amendments to the articles of association of the Company as it thinks fit so as to reflect the new share capital structure upon the allotment or issue of additional shares pursuant to the mandate. | | |

Dated _____ 2020

Signature(s) ^(Note 5): _____

Notes:

- Full name(s) (in Chinese or English) and address(es) (as shown in the register of members) 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 of the meeting is preferred, please strike out the words "the Chairman of the meeting or" and insert the name and address of the proxy desired in the space provided. A shareholder entitled to attend and vote at the AGM may appoint one or more persons (whether such person is a shareholder or not) as his proxy or proxies to attend and vote on his behalf. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK ("✓") THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK ("✓") THE BOX MARKED "AGAINST".** If no direction is given, your proxy will vote at his discretion. Your proxy will also be entitled to vote on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
- This form of proxy must be signed by you or your attorney duly authorised in writing. In case of a legal person, the same must be either under its seal or under the hand of any director or a duly authorised attorney. If this form of proxy is signed by an attorney, the power of attorney and other authorisation documents must be notarised.
- In order to be valid, this form of proxy together with the notarised power of attorney and other authorisation documents, if any, must be deposited at the Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares of the Company) or the Company's registered office in the PRC at Room 2602, Block 5, Jialong Shangdu, Jitai Road, Economic and Technical Development Zone, Quanzhou, Fujian Province, PRC (for holders of domestic shares of the Company) at least 24 hours prior to the AGM (i.e. not later than 2 p.m. on Thursday, 11 June 2020, Hong Kong time) for which the proxy is appointed to vote or 24 hours prior to the scheduled voting time.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the AGM if you so wish.

[#] Please delete as appropriate