



優然牧業
YOURAN DAIRY

China Youran Dairy Group Limited

中國優然牧業集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 9858)

PROXY FORM FOR EXTRAORDINARY GENERAL MEETING

Form of proxy for use at the extraordinary general meeting of China Youran Dairy Group Limited (the “Company”) to be held at No. 169, Hexi Road, Saihan District, Hohhot, Inner Mongolia, China on Wednesday, March 23, 2022 at 10:00 a.m. (the “EGM”).

I/We,¹ _____
of _____
being the registered holder(s) of _____ shares² of US\$0.00001 each in the issued share capital of the Company, hereby appoint³ the chairman of the EGM or _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the EGM to be held at No. 169, Hexi Road, Saihan District, Hohhot, Inner Mongolia, China on Wednesday, March 23, 2022 at 10:00 a.m. and at any adjournment thereof on the resolution referred to in the notice of the EGM as set out below:

ORDINARY RESOLUTION ⁵		For ⁴	Against ⁴
1.	(a) To confirm, approve and ratify the execution of the Share Transfer Agreement (as defined and described in the circular dated March 4, 2022 (the “Circular”)) and the transactions contemplated thereunder; and (b) To authorize any one or more directors of the Company (the “Directors”) to do all such acts and things as they consider necessary and to sign and execute all such documents (including under the seal of the Company), and to take all such steps which in their opinion may be necessary appropriate, desirable or expedient for the purpose of giving effect to the Share Transfer Agreement and completing the transactions contemplated thereby.		

Dated the _____ day of _____ 2022

Signature⁷: _____

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). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- (3) If any proxy other than the chairman of the EGM is preferred, delete the words “the chairman of the EGM” 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(s) who signs it.
- (4) **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK 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 EGM (or any adjournment thereof) other than those referred to in the notice convening the EGM.
- (5) The full text of the resolution is set out in the notice of the EGM.
- (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 shall be deposited at the Company’s share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time for holding the EGM (i.e. before 10:00 a.m. on Monday, March 21, 2022) or any adjourned EGM.
- (7) This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorized.
- (8) 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 the votes of the other joint holders. For this purpose seniority is determined by the order in which the names stand in the register of members in respect of the joint holding.
- (9) A proxy need not be a member of the Company but must attend the EGM in person to represent you.
- (10) The chairman of the EGM will demand a poll on the resolution submitted for determination at the EGM. On a poll, every member present in person or by a duly authorized corporate representative or by proxy shall have one vote for every share held by him/her. The results of the poll will be published on websites of the Company and The Stock Exchange of Hong Kong Limited following the EGM.