



# BEIJING MEDIA CORPORATION LIMITED

## 北青傳媒股份有限公司

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

(Stock Code: 1000)

### FORM OF PROXY FOR THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON FRIDAY, 22 APRIL 2022

I/We<sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_  
domestic shares/H shares<sup>(Note 2)</sup> of RMB1.00 each in the share capital of Beijing Media Corporation Limited (the "Company"), hereby appoint  
THE CHAIRMAN OF THE EGM<sup>(Note 3)</sup>, or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and act for me/us and on my/our behalf at the extraordinary general meeting (the "EGM") of the Company to be held  
at 2:00 p.m. on Friday, 22 April 2022 at Conference Room 704, the 7th Floor, Beijing Youth Daily Agency, No. 23 Baijiazhuang Dongli,  
Chaoyang District, Beijing, 100026, the People's Republic of China (the "PRC"), and any adjournment thereof, for the purposes of considering  
and, if thought fit, passing the resolutions as set out in the notice convening the EGM dated 31 March 2022 (the "Notice of EGM") and at the  
EGM, and any adjournment thereof, to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below<sup>(Note 4)</sup>.

	AS ORDINARY RESOLUTION	For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>
1.	To consider and, if thought fit, to approve:  "THAT  a. the advertising agency agreement (the "YNET Advertising Agency Agreement") dated 23 February 2022 and entered into between the Company and Beijing Youth Daily Newspaper Internet Communication Technology Co., Ltd., the "Beijing Youth Daily" Mobile Client advertising exclusive agency agreement (the "BYD Client Advertising Exclusive Agency Agreement") dated 23 February 2022 and entered into between the Company and Beijing Youth Daily Agency, and the relevant annual caps for the period ending 31 December 2022 for the transactions contemplated thereunder;  b. any one director of the Company be and is hereby authorized to sign or execute such other documents or supplemental agreements or deeds on behalf of the Company and to do all such things and take all such actions as he may consider necessary or desirable for the purpose of giving effect to the YNET Advertising Agency Agreement and the BYD Client Advertising Exclusive Agency Agreement, and completing the transactions contemplated thereunder with such changes as he may consider necessary, desirable or expedient."		

Signature(s)<sup>(Note 5)</sup>: \_\_\_\_\_

Date: \_\_\_\_\_ 2022

Notes:

- Please insert full name(s) and address(es) in **BLOCK LETTERS**.
- Please insert the number of shares (including domestic shares and H shares) registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all shares registered in your name(s).
- If any proxy other than the chairman of the EGM is preferred, strike out the words "THE CHAIRMAN OF THE EGM" and insert the name and address of the proxy desired in the space provided. A shareholder entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company but must attend the EGM in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST".** If no direction is given, your proxy may vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the EGM other than those referred to in the Notice of EGM.
- This form of proxy must be signed by you or your attorney duly authorised in writing. In case of a corporation, the same must be either under its common seal or under the hand of its director(s) or duly authorised attorney(s). If the form of proxy is signed by an attorney of the shareholder, the power of attorney authorising that attorney to sign or other document(s) of authorisation must be notarized.
- In case of joint holders of any share, any one of such joint holders may vote at the EGM, either personally or by proxy, in respect of such shares as if he is solely entitled thereto. However, if more than one of such joint holders are present at the EGM, personally or by proxy, the vote of the joint holder whose name stands first in the register of members and who tenders a vote, whether personally or by proxy, will be accepted to the exclusion of the votes of other joint holder(s).
- In order to be valid, the form of proxy together with the power of attorney or other document(s) of authorisation (if any) must be deposited with, (i) in the case of holders of domestic shares, the registered address of the Company at the Beijing Youth Daily Agency, No. 23 Baijiazhuang Dongli, Chaoyang District, Beijing 100026, the PRC; or (ii) in the case of holders of H shares, Computershare Hong Kong Investor Services Limited, the H share registrar and transfer office of the Company in Hong Kong, at 17M Floor, Hopewell Centre, 183 Queens Road East, Wanchai, Hong Kong, not less than 24 hours before the time fixed for holding the EGM or any adjournment thereof, as the case may be. Completion and return of a form of proxy will not preclude a shareholder from attending and voting in person at the EGM if he so wishes.
- Shareholders or their proxies attending the EGM shall produce their identity documents.