

# UJU HOLDING LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1948)

## FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD AT 4/F, BUILDING G, DONGFENGDEBI WE AI INNOVATIVE PARK, 8 DONGFENG SOUTH ROAD, CHAOYANG DISTRICT, BEIJING, THE PRC ON TUESDAY, MAY 31, 2022 AT 10:00 A.M. (OR ANY ADJOURNMENT THEREOF)

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ ordinary shares (the "Shares") of with a nominal or par value of US\$0.01 each in the capital of UJU HOLDING LIMITED (the "Company") HEREBY APPOINT THE CHAIRMAN OF THE MEETING <sup>(Note 3)</sup>, or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and act for me/us and on my/our behalf at the annual general meeting of the Company to be held at 4/F, Building G, Dongfengdebi WE AI Innovative Park, 8 Dongfeng South Road, Chaoyang District, Beijing, the PRC on Tuesday, May 31, 2022 at 10:00 a.m. (or at any adjournment thereof) (the "Meeting") to vote for me/us and in my/our name(s) in respect of such resolutions as hereunder indicated, or, if no such indication is given, as my/our proxy thinks fit. My/our proxy will also be entitled to vote on any matter properly put to the Meeting in such manner as he/she thinks fit.

ORDINARY RESOLUTIONS <sup>(Note 10)</sup>		FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>
1.	To receive, consider and adopt the audited financial statements of the Company and its subsidiaries and the respective reports of the directors and the independent auditor of the Company for the year ended 31 December 2021.		
2.	To declare a final dividend		
3.	(a) To re-elect Mr. Ma Xiaohui as an executive director of the Company;		
	(b) To re-elect Mr. Peng Liang as an executive director of the Company;		
	(c) To re-elect Ms. Luo Xiaomei as an executive director of the Company;		
	(d) To re-elect Mr. Zhang Peiao as an independent non-executive director of the Company;		
	(e) To re-elect Ms. Lin Ting as an independent non-executive director of the Company;		
	(f) To re-elect Mr. Wang Wenping as an independent non-executive director of the Company;		
	(g) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.		
4.	To re-appoint PricewaterhouseCoopers as the auditor of the Company and authorise the board of directors of the Company to fix its remuneration.		
5.	To grant a general mandate to the directors of the Company to allot, issue and deal with shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of this resolution.		
6.	To grant a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of this resolution.		
7.	To extend the general mandate granted to the directors of the Company under ordinary resolution no. 5 by the number of shares repurchased under ordinary resolution no. 6.		
SPECIAL RESOLUTIONS <sup>(Note 10)</sup>		FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>
8.	Subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands being obtained by way of issue of a certificate of incorporation on adoption of dual foreign name, the Chinese name of "优矩控股有限公司" be adopted as the dual foreign name of the Company (the "Proposed Adoption of Chinese Name") with effect from the date of issue of the certificate of incorporation on adoption of dual foreign name by the Registrar of Companies in the Cayman Islands confirming the Company's dual foreign name has been registered, and that any one director of the Company (the "Director(s)") be and is hereby authorised for and on behalf of the Company to execute all such documents and do all such acts and things as he may in his absolute discretion consider to be necessary, desirable, appropriate or expedient to implement and/or to give effect to the foregoing.		

SPECIAL RESOLUTIONS <i>(Note 10)</i>		FOR <i>(Note 4)</i>	AGAINST <i>(Note 4)</i>
9.	Subject to and conditional upon the passing of the special resolution no. 8 (the “ <b>Special Resolution No. 8</b> ”) set out in the notice convening this Meeting and with effect from the date of issue of the certificate of incorporation on adoption of dual foreign name of the Company by the Registrar of Companies in the Cayman Islands in respect of the Proposed Adoption of Chinese Name (as defined in the Special Resolution No. 8), the second amended and restated memorandum and articles of association of the Company, which contains all the proposed amendments to the existing amended and restated memorandum and articles of association of the Company in Appendix III to the circular of the Company dated April 27, 2022, and a copy of which has been produced to the Meeting and marked “A” and for the purpose of identification initiated by the chairman of the Meeting, be and are hereby approved and adopted as the new amended and restated memorandum and articles of association in substitution for and to the exclusion of the existing amended and restated memorandum and articles of association of the Company and that the Directors, secretary of the Company and the registered office provider of the Company be and are hereby authorised to do all acts, deeds, things and execute all such documents and make all such arrangements that they shall, in their absolute discretion, deem necessary or expedient to give effect to the adoption of the second amended and restated memorandum and articles of association, including without limitation, attending to the necessary filings with the Registrar of Companies in the Cayman Islands and Hong Kong.		

Shareholder’s Signature *(Note 5)* \_\_\_\_\_

Date \_\_\_\_\_

Notes:

- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of Shares registered in your name(s) to which this 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 Meeting is preferred, strike out “**THE CHAIRMAN OF THE MEETING, or**” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE BOX MARKED “AGAINST”.** If no direction is given, your proxy may vote or abstain as he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- Any member of the Company entitled to attend and vote at the Meeting shall be entitled to appoint another person as his/her/its proxy to attend and vote instead of him/her/it. A member who is the holder of two or more Shares may appoint more than one proxy to represent him/her/it and vote on his/her/its behalf at the Meeting. A proxy need not be a member. In addition, a proxy or proxies representing either a member who is an individual or a member which is a corporation shall be entitled to exercise the same powers on behalf of the member which he/she or they represent as such member could exercise.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person duly authorised to sign the same. In the case of this form of proxy purporting to be signed on behalf of a corporation by an officer thereof it shall be assumed, unless the contrary appears, that such officer was duly authorised to sign this form on behalf of the corporation without further evidence of the fact.
- The instrument appointing a proxy and (if required by the board of directors of the Company) the power of attorney or other authority (if any), under which it is signed or a certified copy of such power or authority shall be delivered to 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 less than 48 hours before the time appointed (i.e. Sunday, 29 May 2022 at 10:00 a.m.) for holding the Meeting at which the person named in the instrument proposes to vote.
- Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the Meeting convened if the member so wish and in such event, the instrument appointing a proxy should be deemed to be revoked.
- Where there are joint holders of any Share, any one of such joint holder may vote either in person or by proxy in respect of such Share as if he/she/it were solely entitled thereto; but if more than one of such joint holders be present at the Meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- The description of these resolutions is by way of summary only. The full text appears in the notice convening the Meeting.
- The notice convening the Meeting is set out in the Company’s circular dated April 27, 2022.
- The date and time herein refers to Hong Kong date and time.

**PERSONAL INFORMATION COLLECTION STATEMENT**

“Personal Data” in this statement has the same meaning as “personal data” defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”). Your supply of the Personal Data is on a voluntary basis and for the purpose of processing your instructions as stated in this Form (the “Purposes”). If you fail to supply sufficient information, the Company may not be able to process your instructions. The Company may disclose or transfer the Personal Data to its subsidiaries, its Share Registrar and/or third party service provider who provides administrative, computer and other services to the Company 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. The Personal Data will be retained for such period as may be necessary to fulfil the Purposes (including for verification and record purposes). Request for access to and/or correction of the Personal Data can be made in accordance with the provisions of the PDPO and any such request should be in writing and sent to the Company/Tricor Investor Services Limited at the above address.