



CHINA PUBLIC PROCUREMENT LIMITED

中國公共採購有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 1094)

FORM OF PROXY

Form of proxy for use by shareholders at the annual general meeting (the “Meeting”) of China Public Procurement Limited (the “Company”) to be convened at Unit 705, 7/F, Nam Wo Hong Building, 148 Wing Lok Street, Sheung Wan, Hong Kong on Wednesday, 3 August 2022 at 2:00 p.m. (or any adjournment thereof)

I/We ^(note a) _____ of _____ being the holder(s) of _____ ^(note b) shares of HK\$0.1 each of Company hereby appoint the chairman of the Meeting or _____ of _____ to act as my/our proxy ^(note c) at the Meeting of the Company to be held at Unit 705, 7/F, Nam Wo Hong Building, 148 Wing Lok Street, Sheung Wan, Hong Kong on Wednesday, 3 August 2022 at 2:00 p.m. and at any adjournment thereof and to vote on my/our behalf as directed below.

Please put a “✓” in the appropriate boxes to indicate how you wish your vote(s) to be casted on a poll ^(note d).

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditors of the Company for the year ended 31 March 2022.		
2(a).	To re-elect Ms. He Qian as an executive director of the Company.		
2(b).	To re-elect Mr. Li Guanghua as a non-executive director of the Company.		
2(c).	To re-elect Mr. Zhong Dengyu as an independent non-executive director of the Company.		
2(d).	To re-elect Mr. Wang Shuai as an independent non-executive director of the Company.		
3.	To authorise the board of directors of the Company to fix the directors' remuneration.		
4.	To re-appoint Crowe (HK) CPA Limited as the Company's auditors for the year ending 31 March 2023 and to authorise the board of directors of the Company to fix the auditors' remuneration.		
5.	To give a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the issued shares of the Company as at the date of passing this resolution.		
6.	To give a general mandate to the directors of the Company to issue additional shares of the Company not exceeding 20% of the issued shares of the Company as at the date of passing this resolution.		
7.	To extend the general mandate granted to the directors of the Company to issue additional shares of the Company by the aggregate number of the shares repurchased by the Company.		
8.	To adopt the new share option scheme which has a general scheme limit of a maximum of 10% of the total issued shares of the Company as at the date of passing of the resolution and to terminate the existing share option scheme.		
SPECIAL RESOLUTIONS			
9.	To approve the change of the English name of the Company from “China Public Procurement Limited” to “Cherish Sunshine International Limited” and the change of the secondary name of the Company in Chinese from “中國公共採購有限公司” to “承輝國際有限公司”.		
10.	To consider and approve, subject to and conditional upon the passing of the special resolution no. 9, the proposed amendments to the existing bye-laws of the Company and to adopt the amended and restated bye-laws of the Company in substitution for and to the exclusion of the existing bye-laws of the Company.		

Dated this _____ day of _____ 2022 Shareholder's signature _____ ^(notes e to k)

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**. The name of all joint holders should be stated.
- 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 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 Meeting as your proxy, please delete the words “the chairman of the Meeting or” and insert the name and address of the person appointed proxy in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick (“✓”) the box(es) marked “For”. If you wish to vote against any resolutions, please tick (“✓”) the box(es) marked “Against”. If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; 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 Meeting other than those set out in the notice convening the Meeting.
- In the case of a joint holding, this form of proxy may be signed by any joint holder. 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 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 form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its seal or under the hand of an officer or attorney or other person authorised to sign the same.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or certified copy of such power or authority must be deposited at the office of the Company's branch share registrar in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not less than 48 hours before the time appointed for holding the Meeting (i.e. by 2:00 p.m. on Monday, 1 August 2022) or any adjournment thereof.
- Any alteration made to this form of proxy should be initialled by the person who signs the form.
- For the purpose of determining members who are qualified for attending the Meeting, the register of members of the Company will be closed from Thursday, 28 July 2022 to Wednesday, 3 August 2022 (both days inclusive), during which period no transfer of the Shares will be effected. In order to qualify for attending the Meeting, all transfers of Shares accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong at the above address by no later than 4:00 p.m. on Wednesday, 27 July 2022.
- All times and dates specified herein refer to Hong Kong local times and dates.
- The description of each resolution herein is by way of summary only. The full text appears in the notice of the Meeting dated 11 July 2022.