



CHINA SHENGMU ORGANIC MILK LIMITED

中國聖牧有機奶業有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1432)

PROXY FORM

Form of proxy for use at the extraordinary general meeting to be held on 29 December 2022 (or at any adjournment thereof)

I/We ^(note a) _____
of _____
being the holder(s) of ^(note b) _____
ordinary shares of HK\$0.00001 each in the share capital of China Shengmu Organic Milk Limited (the “Company”) hereby appoint the Chairman of the extraordinary general meeting to be held on 29 December 2022 (the “Meeting”) of the Company or ^(note c) _____
of _____
to act as my/our proxy at the Meeting to be held at the Conference Room, 10/F, United Centre, 95 Queensway, Admiralty, Hong Kong on 29 December 2022 at 9:30 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below.
Please make a mark (“√”) in the appropriate boxes to indicate how you wish your vote(s) to be cast ^(note d).

	ORDINARY RESOLUTION	FOR	AGAINST
(a)	To approve, ratify and confirm the raw fresh milk supply framework agreement dated 17 November 2022 (the “ Raw Fresh Milk Supply Framework Agreement ”) entered into by Inner Mongolia Shengmu High-tech Farming Co., Ltd.* (內蒙古聖牧高科技牧業有限公司) (for itself and on behalf of its subsidiaries) and Inner Mongolia Mengniu Dairy (Group) Company Limited* (內蒙古蒙牛乳業(集團)股份有限公司) (for itself and on behalf of and its subsidiaries (the “ China Mengniu Group ”)) in relation to the purchase of raw fresh milk by China Mengniu Group from the Group for a term of three years commencing from 1 January 2023 to 31 December 2025, the transactions contemplated under such agreement and the proposed annual caps for such transactions for the three years ending 31 December 2023, 2024 and 2025; and		
(b)	to authorise any one of the directors of the Company to do all such acts or things and sign all documents which he or she considers necessary, desirable or expedient for the purposes of or in connection with the Raw Fresh Milk Supply Framework Agreement, the transactions contemplated under such agreement and the proposed annual caps for such transactions for the three years ending 31 December 2023, 2024 and 2025.		

Date: _____

Signature(s): _____ ^(notes e and f)

Notes:

- Full name(s) and address(es) are 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 in the capital of the Company registered in your name(s).
- 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 extraordinary general meeting to be held on 29 December 2022 (the “**Meeting**”) of the Company or” and insert the name and address of the person(s) appointed as proxy in the space provided. If no name is inserted, the Chairman of the Meeting will act as your proxy. A shareholder may appoint one or more proxies to attend the Meeting and vote for him/her. The proxy need not be a member of the Company but must attend the Meeting (or any adjournment thereof) in person to represent you.
- If you wish to vote for a resolution set out above, please tick (“√”) the box marked “For” against such resolution. If you wish to vote against a resolution, please tick (“/”) the box marked “Against” against such resolution. If the form returned is duly signed but without specific direction on the proposed resolution, the proxy will vote or abstain at his discretion in respect of the resolution; 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, but if more than one joint holder is present at the Meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- 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 Common Seal or under the hand of an officer or attorney so authorised.
- 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 must be deposited at the office of the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 48 hours before the time of the Meeting or any adjourned meeting.
- Any alteration made to this form should be initialled by the person who signs the form.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting or any adjournment thereof if you so wish.

* For identification purpose only