



**Huitongda Network Co., Ltd.**  
**匯通達網絡股份有限公司**

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

(Stock Code: 9878)

**PROXY FORM FOR THE 2023 FIRST EXTRAORDINARY GENERAL MEETING**

Number of Shares in relation to this form of proxy <sup>(Note 1)</sup>	Domestic Share(s) H Share(s)
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I/We<sup>(Note 2)</sup> \_\_\_\_\_,  
of \_\_\_\_\_,  
being the registered holder(s) of \_\_\_\_\_ Domestic Share(s)/H Share(s)<sup>(Note 3)</sup> of Huitongda Network Co., Ltd.  
(the "**Company**"), hereby appoint the Chairman of the Meeting, or<sup>(Note 4)</sup> \_\_\_\_\_  
of \_\_\_\_\_,  
as my/our proxy to attend and vote for me/us and on my/our behalf at the 2023 first extraordinary general meeting of the Company (the "**EGM**")  
at the Conference Room, 6/F, Huitongda Building, 50 Zhongling Street, Nanjing, Jiangsu Province, the PRC at 2:00 p.m. on Friday, February 10,  
2023 or any adjournment thereof and in accordance with the following instructions on the resolutions set out in the EGM notice. If no direction  
is given, as my/our proxy thinks fit. Unless otherwise defined, capitalized terms used in this proxy form shall have the same meanings as defined  
in the circular (the "**Circular**") of the Company dated January 12, 2023.

ORDINARY RESOLUTION		For <sup>(Note 5)</sup>	Against <sup>(Note 5)</sup>	Abstain <sup>(Note 5)</sup>
1.	To consider and approve the resolution on the election of Mr. Sun Chao as an executive Director of the third session of the Board of the Company.			
SPECIAL RESOLUTION		For <sup>(Note 5)</sup>	Against <sup>(Note 5)</sup>	Abstain <sup>(Note 5)</sup>
2.	<p>To consider and approve the proposed granting of a general mandate to the Board of the Company to repurchase H Shares:</p> <p>(a) subject to paragraphs (b) and (c) below, a general mandate be and is hereby generally and unconditionally granted to the Board of the Company to exercise during the Relevant Period all the powers of the Company to repurchase H Shares of the Company in accordance with all applicable laws, rules and regulations;</p> <p>(b) subject to the approval in paragraph (a) above, the total number of H Shares that the Company is authorized to repurchase during the Relevant Period shall not exceed 10% of the number of H Shares of the Company in issue and listed on the Hong Kong Stock Exchange as at the date on which this resolution is considered and approved and the relevant resolutions are considered and approved at the class meetings of the Company;</p> <p>(c) the approval in paragraph (a) above shall be subject to the fulfillment of following conditions precedent:</p> <p>(i) the obtaining of approvals from all competent regulatory authorities (if applicable) in accordance with the laws and regulations in the PRC;</p> <p>(ii) pursuant to the Company Law of the People's Republic of China and the notice procedures stipulated in the Articles of Association of the Company, in the event no creditor requires the Company to repay or provide security for any amount owed by the Company to the creditor, or if any of the Company's creditors requires the Company to repay or provide security, the Company has, at its sole and absolute discretion, made repayments or provided security for such amount. If the Company decides to repay any amount to any of its creditors, the Company will use internal funds to repay such amount;</p> <p>(d) for the purpose of this resolution:</p> <p>the "Relevant Period" refers to the period commencing on the date on which this resolution is passed and ending at the earliest of:</p> <p>(i) the conclusion of the 2022 annual general meeting of the Company;</p> <p>(ii) the expiration of twelve months from the date on which this resolution is passed at the EGM and the relevant resolutions are passed at the Domestic Share Class Meeting and the H Share Class Meeting; or</p> <p>(iii) the date on which the mandate granted under this resolution is revoked or varied by the Shareholders at any general meeting by way of special resolution or by the Domestic Shareholders and the H Shareholders at their respective class meetings by way of special resolution.</p>			

Date: \_\_\_\_\_ 2023

Signature(s)<sup>(Note 6)</sup>: \_\_\_\_\_

*Notes:*

1. Please insert the number of Share(s) registered in your name(s) to which this form of proxy relates. If a number is inserted, this form of proxy will be deemed to relate only to those Shares. If no number is inserted, this form of proxy will be deemed to relate to all Shares in the Company registered in your name(s).
2. Please insert the full name(s) (in Chinese or in English) and registered address(es) as shown in the register of members of the Company in **BLOCK LETTERS**.
3. Please insert the number of Share(s) registered in your name(s) and delete as appropriate.
4. If any proxy other than the chairman of the meeting is preferred, delete the words "the Chairman of the Meeting or" and insert the name of the proxy desired in the space provided. A shareholder may appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company. Any alteration made to this form of proxy must be duly initiated by the person who signs it.
5. **Important: if you wish to vote for any resolution, please tick in the box marked "For" or insert the number of Share(s) that you wish to vote for. If you wish to vote against any resolution, please tick in the box marked "Against" or insert the number of Share(s) that you wish to vote against. If you wish to abstain from voting on any resolution, please tick in the box marked "Abstain" or insert the number of Share(s) that you wish to abstain from voting.** Any abstaining vote or waiver to vote shall be disregarded as voting rights for the purpose of calculating the result of that resolution. If no direction is given, your proxy may vote at his/her own discretion. Any vote which is not filled or filled wrongly or with unrecognisable writing or not casted will be deemed as having been waived by you and the corresponding vote will be counted as "Abstain".
6. This form of proxy must be signed by you, or your proxy duly authorised in writing or, in the case of a shareholder being a corporation, must be either executed under its common seal or under the hand of any of its Directors or proxy duly authorised. If the form of proxy is signed by another person under a power of attorney or other authority on behalf of the appointer, such power of attorney or other authority shall be notarised.
7. In the case of joint holders of any Shares, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such Shares as if he were solely entitled thereto. However, if more than one of such joint holders are present at the EGM, either personally or by proxy, then the vote of the person, whose name stands first on the register of members in respect of such Shares shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
8. This form of proxy and the notarised power of attorney or other authority (if any) must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H Shareholders of the Company) or the Company's registered office at Huitongda Building, 50 Zhongling Street, Xuanwu District, Nanjing, Jiangsu Province, the PRC (for Domestic Shareholders of the Company) not less than 24 hours before the time appointed for holding the EGM (i.e. before 2:00 p.m. on Thursday, February 9, 2023) or 24 hours before the time appointed for taking the poll.
9. The EGM is expected to take half a day. Shareholders who attend the EGM shall be responsible for their own travel and accommodation expenses. Shareholders or their proxy(ies) shall show proof of identity when attending the EGM.
10. The full text of the resolutions proposed to be considered and approved at the EGM is set out in the notice of the EGM and the circular dated January 12, 2023 and published on the websites of the Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.htd.cn](http://www.htd.cn)).