



建業地產股份有限公司*

Central China Real Estate Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0832)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON 25 MAY 2023

I/We¹ _____ of _____

being the registered holder(s) of _____ shares² of HK\$0.10 each (“Shares”) in the share capital of Central China Real Estate Limited (the “Company”), hereby appoint³ _____ of _____ or (email address) _____

or failing him, the chairman of the meeting as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company (the “AGM”) to be held at 7701B-7702A, Level 77, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong on 25 May 2023 at 3:00 p.m. or any adjournment thereof for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice of the AGM as indicated below and, if no such indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTIONS	FOR ⁴	AGAINST ⁴
1.	To consider and approve the audited consolidated financial statements and the reports of the directors of the Company and the auditor of the Company for the financial year ended 31 December 2022.		
2.	(A) To re-elect Ms. Wu Wallis (alias Li Hua) as a non-executive Director.		
	(B) To re-elect Mr. Deng Gaoqiang as a non-executive Director.		
	(C) To re-elect Mr. Shi Song as a non-executive Director.		
	(D) To authorise the board (the “Board”) of Directors to fix the remuneration of the respective Directors.		
3.	To re-appoint KPMG as the Company’s auditor and authorise the Board to fix their remuneration for the year ending 31 December 2023.		
4.	(A) To grant a general mandate to the directors of the Company to issue additional Shares.		
	(B) To grant a general mandate to the directors of the Company to repurchase Shares.		
	(C) To extend the general mandate granted to the directors of the Company to issue Shares.		
	SPECIAL RESOLUTION	FOR ⁴	AGAINST ⁴
5.	To adopt the new articles of association of the Company in substitution of the existing articles of association of the Company.		

I/We hereby acknowledge and confirm as follows:

- I/we am/are duly authorised by my/our proxy to provide his/her personal information (including the email address) above;
- (where an email address is provided) the Company and its agents are authorised to send the login details to access the online platform to my/our proxy through the email address provided above;
- I have checked and ensured that all information provided in this form of proxy is accurate and complete. Neither the Company nor its agents assume any obligation or liability whatsoever in respect of the accuracy or completeness of the information provided, or in connection with the transmission of the login details or any use of the login details for voting or otherwise;
- if I/we or my/our proxy cast my/our votes through the online platform, such votes are irrevocable once the voting session of the Meeting ends; and
- if my/our proxy has not received the login details by email by 12:00 noon on 24 May 2023, I/we understand that I/we should reach out to the Hong Kong Share Registrar of the Company for assistance.

Dated this _____ 2023

Signature⁵: _____

Notes:

- Please insert your full name and address in **BLOCK CAPITALS** in the space provided. The names of all joint holders should be stated.
- Please insert the number of Shares to which this proxy form relates in the space provided. If a number is inserted, this proxy form will be deemed to relate only to those Shares. If not, this proxy form will be deemed to relate to all the Shares registered in your name (whether alone or jointly with others).
- Please insert the full name(s) and address(es) of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE AGM WILL ACT AS YOUR PROXY.** A proxy needs not be a member of the Company but must attend the AGM to represent you. A member entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote in his stead. If you appoint more than one proxy, such proxies may only exercise the voting rights by way of poll.
- IMPORTANT:** If you wish to vote for any resolution, please tick in the appropriate box marked “For”. If you wish to vote against any resolution, please tick in the appropriate box marked “Against”. Failure to tick a box will entitle your proxy to cast your vote in respect of such resolution at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those referred to in the notice of AGM.
- This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, either under its common seal or under the hand of an officer, attorney or other person duly authorized to sign the same.
- The full descriptions of the resolutions proposed to be considered and approved at the AGM are set out in the notice of AGM dated 21 April 2023, which is also available at the Company’s website at www.jianye.com.cn.
- Where there are joint registered holders of any share(s), any one of such persons may vote at the meeting, either through online platform or by proxy, in respect of such share(s) as if he/she is solely entitled to, but if more than one of such joint holders be present at the meeting through online platform that only one device is allowed per login or by proxy.
- To be valid, this form of proxy, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited with the Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjourned meeting. Return of this form of proxy will not preclude you from attending and voting at the AGM if you so wish and in such event, this form of proxy shall be deemed to be revoked.
- Any alteration made to this form of proxy must be initiated by the person who signs it.

* For identification purpose only