



# KANGLI INTERNATIONAL HOLDINGS LIMITED

## 康利國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 06890)

### FORM OF PROXY

For use at the annual general meeting to be held on Friday, 9 June 2023 (or any adjournment thereof)

Number of shares to which this proxy form relates <i>(Note 1)</i>	
---	--

I/We *(Note 2)* \_\_\_\_\_ (Name)  
of \_\_\_\_\_ (Address)  
being registered shareholder(s) in the share capital of KangLi International Holdings Limited (the “Company”) hereby appoint *(Note 2)*  
\_\_\_\_\_ (Name)  
of \_\_\_\_\_ (Address)  
or failing him/her, the chairman of the annual general meeting as my/our proxy to attend and vote on my/our behalf at the annual general meeting (the “AGM”) of the Company to be held at 2408, World-Wide House, 19 Des Voeux Road Central, Central, Hong Kong, at 11:00 a.m. on Friday, 9 June 2023, and at any adjournment thereof. I/We direct that my/our vote(s) be cast on the specified resolutions as indicated by an “✓” in the appropriate boxes. In absence of any indication, the proxy may vote for or against the resolution at his/her own discretion.

ORDINARY RESOLUTIONS		FOR <i>(Note 4)</i>	AGAINST <i>(Note 4)</i>
1	To consider and adopt the audited consolidated financial statements of the Company and its subsidiary (the “Group”) and the reports of the directors (the “Directors”) of the Company and the auditor of the Company (the “Auditor”) for the year ended 31 December 2022.		
2	2.1 Each as a separate resolution, to re-elect the following Directors		
	2.1.1 Mr. Mei Zefeng as an executive Director.		
	2.1.2 Mr. Xu Chao as an executive Director.		
	2.1.3 Mr. Yang Guang as an independent non-executive Director.		
2.2	To authorise the board of Directors (the “Board”) to fix the Directors’ remuneration.		
3	To re-appoint KPMG as the Auditor and to authorise the Board to fix its remuneration.		
4	To grant a general mandate to the Directors to issue new shares up to 20% of the issued share capital of the Company as at the date of passing this resolution.		
5	To grant a general mandate to the Directors to repurchase the Company’s shares up to 10% of the issued share capital of the Company as at the date of passing this resolution.		
6	To extend the general mandate to the Directors to allot and issue new shares in the capital of the Company by aggregate number of shares repurchased by the Company.		
SPECIAL RESOLUTION		FOR <i>(Note 4)</i>	AGAINST <i>(Note 4)</i>
7	To consider and, if thought fit, approve the adoption of the second amended and restated articles of association as set out in special resolution number 7 of the notice of the AGM.		

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

Signature: *(Notes 5, 6, 7 and 8)* \_\_\_\_\_

#### Notes:

1. If no number is inserted, this form of proxy will be deemed to be related to all the shares of the Company registered in your names.
2. Please insert full name(s) and address(es) in **BLOCK CAPITALS** as shown in the register of members of the Company.
3. Please insert the name and address of the proxy. If no name is inserted, the chairman of the AGM will act as your proxy. A shareholder may appoint one or more proxies to attend the AGM and vote for him. The proxy need not be a member of the Company but must attend the AGM in person to represent you. Any alteration made to this proxy form must be initialled by the person who signs it.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “AGAINST”.** If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his/her discretion or to abstain. Your proxy will also be entitled to vote at his/her discretion or to abstain on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
5. In the case of joint registered holders of any share(s), this form of proxy may be signed by any joint registered holder, but if more than one joint registered holders are present at the AGM, whether in person or by proxy, then one of the joint registered holders whose name stands first in the register of members of the Company in respect of the relevant joint registered share shall be entitled to vote in respect thereof to the exclusion of the votes of the other joint registered holders.
6. This form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of its legal representative, director(s) or duly authorised attorney(s) to it.
7. To be valid, this completed and signed proxy form and the relevant notarised power of attorney (if any) and other relevant document of authorisation (if any), shall be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours (i.e. 11:00 a.m. on Wednesday, 7 June 2023) before the time for holding the AGM or any adjournment thereof.
8. Any alteration made to this form should be initialled by the person who signs the form.
9. Completion and return of this form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof if you so wish, and in such case, the form of proxy previously submitted shall be deemed to be revoked.
10. If tropical cyclone warning signal no. 8 or above is hoisted, or “extreme conditions” caused by super typhoons or a black rainstorm warning signal is in force at 8:00 a.m. on Friday, 9 June 2023, the AGM will be adjourned to another appropriate date and time (to be advised) at the same venue. The AGM will be held as scheduled even when tropical cyclone warning signal no. 3 or below is hoisted, or an amber or red rainstorm warning signal is in force. You should make your own decision as to whether you would attend the AGM under bad weather conditions and if you should choose to do so, you are advised to exercise care and caution.

#### PERSONAL INFORMATION COLLECTION STATEMENT

- a. “Personal Data” in this statement has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”).
- b. Your supply of Personal Data to the Company is on a voluntary basis. If you fail to provide sufficient information, the Company may not be able to process your appointment of proxy and other instructions.
- c. Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its branch share registrar and transfer office in Hong Kong, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for our verification and record purposes.
- d. You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing to the Personal Data Privacy Officer of Tricor Investor Services Limited (the address stated in note 7 above).