

HUAZHONG IN-VEHICLE HOLDINGS COMPANY LIMITED

華眾車載控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 6830)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON FRIDAY, 2 JUNE 2023

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ shares of HK\$0.10
each in the share capital of Huazhong In-Vehicle Holdings Company Limited (the “Company”) hereby appoint the chairman of the annual general meeting of the Company
(the “Meeting”) ^(Note 3) or _____
of _____

as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the Meeting to be held at 中國浙江省寧波市高新區清水橋路595號25號樓二樓會議室 (Meeting Room, 2/F., Building No. 25, No. 595, Qingshuiqiao Road, Gaoxin District, Ningbo City, Zhejiang Province, China*) on Friday, 2 June 2023 at 2:30 p.m. (and at any adjournment thereof).

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll ^(Note 4).

ORDINARY RESOLUTIONS [#]		FOR	AGAINST
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries, the reports of the directors of the Company (the “Director(s)”) and the auditors of the Company for the year ended 31 December 2022.		
2.	To approve and declare a final dividend of RMB0.7346 cent (equivalent to HK0.8389 cent at exchange rate of HK\$1 equals to RMB0.8756) per ordinary share for the year ended 31 December 2022 to the shareholders of the Company which shall be paid out of the share premium, capital reserve or retained earnings of the Company.		
3.	To re-elect Mr. Wong Luen Cheung Andrew as an independent non-executive Director.		
4.	To re-elect Mr. Yu Shuli as an independent non-executive Director.		
5.	To re-elect Mr. Xu Jiali as an independent non-executive Director.		
6.	To authorize the board of Directors (the “Board”) to fix the remuneration of the Directors.		
7.	To re-appoint Ernst & Young as the auditor of the Company and to authorize the Board to fix its remuneration.		
8.	To grant a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the amount of the issued shares of the Company as at the date of this resolution.		
9.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the amount of the issued shares of the Company as at the date of this resolution.		
10.	To extend the general mandate granted to the Directors to issue additional shares of the Company by the amount of the shares repurchased by the Company.		
SPECIAL RESOLUTION [#]		FOR	AGAINST
11.	To approve the adoption of the amended and restated memorandum and articles of association of the Company and to authorise any one Director or company secretary of the Company to do all things necessary to implement the adoption of the amended and restated memorandum and articles of association of the Company.		

[#] The full text of the resolutions is set out in the notice of the Meeting.

Date: _____ 2023

Signature(s) ^(Note 5) _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS** as shown on the register of members of the Company. The names of all joint registered holders should be stated.
- Please insert the number of shares of the Company to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the chairman of the Meeting is preferred, please strike out the words “the chairman of the annual general meeting of the Company (the “Meeting”) or” and insert the name and address of the proxy desired in the spaces provided. A member entitled to attend and vote at the Meeting may appoint another person as his proxy to attend and vote on his behalf. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the Meeting. If more than one proxy is so appointed, the appointment shall specify the number of shares in respect of which each such proxy is so appointed. A proxy need not be a member of the Company. If no name is inserted, the duly appointed chairman of the Meeting will act as your proxy. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “AGAINST”.** If no direction is given, your proxy will vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- This form of proxy must be signed by you or your attorney duly authorized in writing. In case of a corporation, the same must be executed either under its common seal or under the hand of an officer or attorney so authorized.
- In case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company.
- In order 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 certified copy thereof, must be deposited at the Company’s Hong Kong branch share registrar and transfer office, 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 fixed for holding the Meeting or any adjournment thereof.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting and any adjournment thereof if you so wish.

PERSONAL INFORMATION COLLECTION STATEMENT

“Personal Data” in this statement has the same meaning as “personal data” defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”), which include your and your proxy’s name and address. Your supply of the Personal Data is on a voluntary basis and for the purpose of processing your instructions as stated in this form of proxy (the “Purposes”). If you fail to supply sufficient information, the Company may not be able to process your instructions. The Company may disclose or transfer the Personal Data to its subsidiaries, its Hong Kong branch share registrar and transfer office, and/or third party service provider who provides administrative, computer and other services to the Company for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. The Personal Data will be retained for such period as may be necessary to fulfill the Purposes (including for verification and record purposes). Request for access to and/or correction of the Personal Data can be made in accordance with the provisions of the PDPO and any such request should be in writing and sent to Union Registrars Limited at the above address.

* The English translation is for reference only