



# 上海大生農業金融科技股份有限公司

Shanghai Dasheng Agriculture Finance Technology Co., Ltd.  
(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1103)

## PROXY FORM FOR THE 2023 FIRST EXTRAORDINARY GENERAL MEETING TO BE HELD ON WEDNESDAY, 31 MAY 2023 (or at any adjournment thereof)

I/We \_\_\_\_\_ (Note 1),

of \_\_\_\_\_

being the registered holder(s) of domestic share(s) (the "Domestic Share(s)"/H share(s) (the "H Share(s)")(Note 2) in Shanghai Dasheng Agriculture Finance Technology Co., Ltd. (the "Company"), HEREBY APPOINT the Chairman of the 2023 first extraordinary general meeting or (Note 3) \_\_\_\_\_

of \_\_\_\_\_

as my/our proxy at the 2023 first extraordinary general meeting of the Company (the "EGM") to be held at 23/F, Tower 1, Excellence Century Center, Fuhua 3rd Road, Futian District, Shenzhen, PRC on Wednesday, 31 May 2023 at 2:00 p.m., or any adjournment thereof, for the purpose of considering and if thought fit, passing the resolution as set out in the notice convening the EGM dated 16 May 2023 to vote on my/our behalf in respect of the resolution as directed below:

SPECIAL RESOLUTION		FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>
1.	To consider and approve the Bankruptcy Restructuring Proposal involving issue of H Shares under Specific Mandate: (a) the Board and the Administrator be and are hereby granted the Specific Mandate to exercise the powers of the Company to allot and issue no more than 200,000,000 H shares (inclusive) pursuant to the terms and conditions set out in the Circular; and (b) the Board, any Director(s) delegated by the Board, the Administrator and any person(s) delegated by the Administrator be and is hereby authorised, for and on behalf of the Company, to complete and do all such acts or things as such Director and the Administrator may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the H Shares Issue (including but not limited to those set out in the Circular) or transactions contemplated thereunder and all other matters incidental thereto or in connection therewith.		

Dated this<sup>(Note 6)</sup>: \_\_\_\_\_ day of \_\_\_\_\_ 2023

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

Holder(s) of Domestic Shares or H Shares

### Notes:

- Please insert full name(s) and address(es) (as shown in the register of members of the Company) in BLOCK CAPITALS.
- Please insert the number of shares registered in your name(s) to which this proxy form relates and delete the non-applicable category of shares (domestic shares or H shares). If no number is inserted, this proxy form will be deemed to relate to all shares of the Company registered in your name(s).
- If a proxy other than the Chairman of the meeting is preferred, cross out the words "the Chairman of the 2023 first extraordinary general meeting" and insert the full name(s) and address(es) of the proxy (or proxies) desired in the space provided. A member may appoint one or more proxies to attend and vote at the meeting in his stead. A proxy needs not be a shareholder of the Company but must attend the EGM in person to represent you. If no name is inserted, the Chairman of the meeting will act as your proxy. **Any changes made to this proxy form must be initialed by the person who signs it.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE ABOVE RESOLUTION, TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE APPROPRIATE BOX MARKED "AGAINST".** If you return this proxy form without indicating as to how your proxy is to vote on any particular matter, the person appointed as your proxy will exercise his/her discretion as to whether he/she votes and, if so, how and, unless instructed otherwise, he/she may also vote or abstain from voting as he/she thinks fit on any resolution properly put to the EGM other than those referred to in the notice of EGM.
- This proxy form must be signed and dated by the shareholder or his/her attorney duly authorised in writing. If the shareholder is a company, it should execute this proxy form under its common seal or by the signature(s) of its legal representative(s) or its directors or (a) person(s) authorised to sign on its behalf. In case of joint holders, only the person whose name stands first on the register of members may attend and vote at the EGM, either in person or by proxy.
- To be valid, this proxy form, together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and delivered to, for the holders of H shares, the office of the H share registrar of the Company, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, and for the holders of domestic shares, the place of business of the Company at 20F, Building G, Gateway International Plaza, No. 327 Tian Yao Qiao Road, Xuhui District, Shanghai, the PRC, not less than 24 hours before the time scheduled for the holding of the EGM or any adjournments thereof (i.e. 2:00 p.m. on Tuesday, 30 May 2023).
- Please refer to the circular of the Company in respect of the EGM dated 16 May 2023 for details of the above resolution to be proposed at the EGM for consideration and approval.
- Completion and return of this proxy form do not affect your right to attend and vote at the EGM in person.

### PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the EGM of the Company (the "Purposes"). We may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us 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. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company at 20F, Building G, Gateway International Plaza, No. 327 Tian Yao Qiao Road, Xuhui District, Shanghai, the PRC.