



**彩虹集團新能源股份有限公司**  
**IRICO GROUP NEW ENERGY COMPANY LIMITED\***

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

(Stock Code: 0438)

**PROXY FORM**  
**FOR THE 2022 ANNUAL GENERAL MEETING TO BE HELD ON 16 JUNE 2023**

I/We<sup>(Note 1)</sup> \_\_\_\_\_ of \_\_\_\_\_

being the registered holder(s) of<sup>(Note 2)</sup> \_\_\_\_\_ domestic/H shares<sup>(Note 3)</sup> in IRICO Group New Energy Company Limited\* (the “**Company**”), **HEREBY APPOINT**<sup>(Note 4)</sup> \_\_\_\_\_ of \_\_\_\_\_,

or failing him, the chairman of the meeting or any other director of the Company as my/our proxy in respect of<sup>(Note 5)</sup> \_\_\_\_\_ domestic/H shares in the share capital of the Company held by me/us to attend and act for me/us at the 2022 annual general meeting of the Company the (“**AGM**”) to be held at 9:00 a.m. on Friday, 16 June 2023 at the conference room on the 1st Floor of the Office Building at No. 1 Caihong Road, Xianyang, Shaanxi Province, the People’s Republic of China (the “**PRC**”) and/or at any adjournment thereof. The proxy/proxies will vote at such meeting and/or at any adjournment thereof in respect of the resolutions as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

<b>ORDINARY RESOLUTIONS</b> <sup>(Note 6)</sup>		<b>FOR</b> <sup>(Note 7)</sup>	<b>AGAINST</b> <sup>(Note 7)</sup>	<b>ABSTAIN</b> <sup>(Note 7)</sup>
1.	To consider and approve the report of the board of directors of the Company (the “ <b>Board</b> ”) for the financial year ended 31 December 2022 (“ <b>Year 2022</b> ”).			
2.	To consider and approve the report of the supervisory committee of the Company for Year 2022.			
3.	To consider and approve the audited financial statements of the Company for Year 2022.			
4.	To consider and approve the profit distribution proposal of the Company for Year 2022 <sup>(Note 10)</sup> .			
5.	To consider and authorize the Board to determine the interim profit distribution of the Company for the financial year ending 31 December 2023 (“ <b>Year 2023</b> ”).			
6.	To consider and approve the appointment of the auditor of the Company for Year 2023 and authorize the Board to determine its remuneration.			
7.	To consider and approve the authorization to the Board to determine the remuneration of the directors and the supervisors of the Company for Year 2023.			
8.	To consider and approve the resolution on fixed asset investment (budget) for Year 2023 of the Company.			
<b>SPECIAL RESOLUTION</b> <sup>(Note 6)</sup>		<b>FOR</b> <sup>(Note 7)</sup>	<b>AGAINST</b> <sup>(Note 7)</sup>	<b>ABSTAIN</b> <sup>(Note 7)</sup>
9.	To consider and approve the resolution in relation to the grant of an unconditional general mandate to the Board to issue shares.			

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

Signature(s)<sup>(Note 8)</sup>: \_\_\_\_\_

*Notes:*

1. Please insert full name(s) and address(es) (as shown in the register of members of the Company) in **BLOCK CAPITALS**.
2. Please insert the number of all the shares in the Company registered in your name(s).
3. Please specify whether your shares are domestic shares or H shares of the Company and delete as appropriate, failing which the relevant number of shares will be deemed to refer to H shares of the Company.
4. Please insert the name and address of the proxy desired. **IF NO NAME AND ADDRESS IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.** The proxy need not be a shareholder of the Company but must attend the meeting in person to represent you.
5. Please indicate clearly the number of shares in the Company registered in your name(s) in respect of which the proxy is so appointed. If no such number is inserted, the proxy is deemed to be appointed in respect of all the shares in the Company registered in your name(s).
6. The full text of resolutions is set out in the notice of the AGM of the Company dated 25 May 2023.
7. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED “AGAINST”. IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, TICK IN THE BOX MARKED “ABSTAIN”. ANY ABSTAIN VOTE OR WAIVER TO VOTE SHALL BE DISREGARDED AS VOTING RIGHTS FOR THE PURPOSE OF CALCULATING THE RESULT OF THAT RESOLUTION.** If you wish to vote only part of the number of H shares in respect of which the proxy is so appointed, please state the exact number of shares in lieu of a tick in the relevant box. Failure to tick or state the exact number of shares in any box will entitle your proxy to cast your vote at his discretion.
8. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation or institution, either under seal or executed by its director or attorney duly authorised in writing.
9. To be valid, this proxy form and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarized copy of that power of attorney or other authority, **must** be deposited at the Company’s H Share registrar, Computershare Hong Kong Investor Services Limited at 17M/F, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong **not less than 24 hours prior to the time designated for convening the annual general meeting of the Company** (i.e. 9:00 a.m. on Thursday, 15 June 2023) or 24 hours prior to the time designated for taking the poll. In order to be valid, for holders of domestic shares of the Company, the above documents should be delivered to the office of the secretary of the Board of the Company at No. 1 Caihong Road, Xianyang, Shaanxi Province, the PRC within the same period.
10. **Please refer to the Company’s 2022 annual results announcement dated 29 March 2023.** The Board has resolved not to distribute any final dividends for Year 2022 which is subject to approval by shareholders at the 2022 annual general meeting of the Company.

\* *For identification purpose only*