



ANE (Cayman) Inc.
安能物流集團有限公司

(A company incorporated in the Cayman Islands with limited liability)
(Stock code: 9956)

**FORM OF PROXY FOR THE ANNUAL GENERAL MEETING
TO BE HELD ON MONDAY, JUNE 19, 2023**

I/We¹ _____
of _____
being the registered holder(s) of² _____
shares of US\$0.0002 each in the share capital of ANE (Cayman) Inc. (the "Company") **HEREBY APPOINT THE CHAIRMAN OF THE MEETING³**
or _____
of _____
as my/our proxy to attend and act for me/us at the Annual General Meeting of the Company to be held on Monday, June 19, 2023 at 11:00 a.m. at 33rd Floor, Elephant International Center, Xiaoshan District, Hangzhou, China (the "AGM") and any adjournment thereof for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the AGM and at the AGM and at any adjournment thereof to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below.

ORDINARY RESOLUTIONS		FOR ⁴	AGAINST ⁴
1.	To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors (the "Directors") and auditor of the Company for the year ended December 31, 2022.		
2.	(a) To re-elect Mr. Jin Yun as an executive Director. (b) To re-elect Mr. Wei Bin as a non-executive Director. (c) To re-elect Mr. Wang Jian as a non-executive Director. (d) To re-elect Mr. Lam Man Kwong as an independent non-executive Director. (e) To re-elect Mr. Geh George Shalchu as an independent non-executive Director. (f) To authorize the board of Directors (the "Board") to fix the respective Directors' remuneration.		
3.	To re-appoint Ernst & Young as auditor of the Company and to authorize the Board to fix their remuneration.		
4.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.		
5.	To grant a general mandate to the Directors to allot, issue and deal with additional shares in the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.		
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.		
7.	(a) To approve and adopt the rules of the new share incentive scheme of the Company, a copy of which marked "IV" is produced to the meeting and for the purpose of identification signed by the Chairman thereof (the "2023 Share Incentive Scheme"), subject to and conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") granting the listing of and permission to deal in the shares of the Company to be issued pursuant to the vesting or exercise of any Awards granted under the 2023 Share Incentive Scheme. (b) To authorise the Board to grant Awards of Options or RSUs ("RSUs") pursuant to the 2023 Share Incentive Scheme and to allot and issue shares, direct and procure any professional trustee as may be appointed by the Company to assist with the administration, exercise and vesting of Options and RSUs to transfer shares and otherwise deal with shares underlying the Options and/or RSUs granted pursuant to the 2023 Share Incentive Scheme as and when they vest or are exercised (as the case may be). (c) To approve the grant of a mandate authorising the Board to grant Awards of Options and/or RSUs pursuant to the 2023 Share Incentive Scheme in respect of a maximum number of the underlying 100,000,000 new shares equal to 8.60 per cent. of the shares in issue as at the date of adoption of the 2023 Share Incentive Scheme during the period from the date of adoption until the earlier of (a) conclusion of the Company's next Annual General Meeting, (b) the end of the period within which the Company is required by any applicable law or its bye-laws to hold its next Annual General Meeting and (c) the date on which the resolution granting such authorisation is varied or revoked by ordinary resolution of the Shareholders in general meeting (the "Applicable Period") and to allot, issue and deal with shares underlying the Options and/or RSUs granted pursuant to the 2023 Share Incentive Scheme during the Applicable Period as and when such Options and/or RSUs vest. (d) To approve and adopt that the total number of options or RSUs which may be granted to any service provider of the Company under the 2023 Share Incentive Scheme shall not exceed 9,300,844 Shares, being no more than 0.8 per cent of the shares in issue during the Applicable Period (the "2023 Service Provider Sublimit").		
8.	To approve the amendments to the rules of the share incentive scheme of the Company adopted on June 14, 2022, a copy of which marked "V" is produced to the meeting and for the purpose of identification signed by the Chairman thereof.		

Date: _____, 2023

Signature(s)⁵: _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which this proxy related. If no number is inserted, this form of proxy will be deemed to relate to all shares in the Company registered in your name(s).
- If any proxy other than the Chairman of the AGM is preferred, strike out the words "THE CHAIRMAN OF THE MEETING or" and insert the name and address of the proxy desired in the space provided. A Shareholder entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company but must attend the AGM in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED "AGAINST".** If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his discretion. Unless you have indicated otherwise in this form of proxy, 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 convening the AGM.
- This form of proxy must be signed by you or your attorney duly authorised in writing. In case of a corporation, the same must be either under its common seal or under the hand of its director(s) or duly authorised attorney(s). If the form of proxy is signed by an attorney of the shareholder, the power of attorney authorising that attorney to sign or other authorisation document must be notarised.
- In case of joint holders of any shares, any one of such joint holders may vote at the AGM, either personally or by proxy, in respect of such shares as if he is solely entitled thereto. However, if more than one of such joint holders are present at the AGM, personally or by proxy, the vote of the joint holder whose name stands first in the register of members of the Company and who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of other joint holder(s).
- In order to be valid, this form of proxy together with the power of attorney or other authorisation document (if any) must be deposited at the Company's share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the AGM or any adjournment thereof (as the case may be).
- Completion and delivery of this form of proxy will not preclude you from attending and voting at the AGM if you so wish.
- The full text of the resolutions appears in the notice of the AGM contained in the circular to the shareholders of the Company dated May 29, 2023.

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 AGM 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 fulfill 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 Tricor Investor Services Limited at the above address.