



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 ANNUAL GENERAL MEETING
TO BE HELD ON TUESDAY, 12 SEPTEMBER 2023
(or at any adjournment thereof)**

No. of shares to which this Proxy Form relates ^(Note 2)	
Type of Shares (Domestic Shares or H Shares) to which this Proxy Form relates ^(Note 2)	

I/We^(Note 1), _____
of _____

being the registered holder(s) of domestic share(s) (the “**Domestic Share(s)**”) / H share(s) (the “**H Shares**”) ^(Note 2) in Shanghai Dasheng Agriculture Finance Technology Co., Ltd. (the “**Company**”), HEREBY APPOINT the Chairman of the annual general meeting or ^(Note 3)

of _____
as my/our proxy at the annual general meeting of the Company (the “**AGM**”) to be held at at ATLAS Office (CASA Plaza Shop), 7th Floor, Tower B, CASC Plaza, No. 166 Haide 3rd Road, Shenzhen, PRC on Tuesday, 12 September 2023 at 2:00 p.m., or any adjournment thereof, for the purpose of considering and if thought fit, passing the resolutions as set out in the notice convening the AGM dated 8 August 2023 to vote on my/our behalf in respect of the resolutions as directed below:

No.	AS ORDINARY RESOLUTIONS	FOR ^(Note 4)	AGAINST ^(Note 4)
1.	the audited financial statements and report of the auditors of the Company and its subsidiaries for the year ended 31 December 2022 be and are hereby approved;		
2.	the report of the board of directors of the Company (the “ Board ”) for the year ended 31 December 2022 be and is hereby approved;		
3.	the report of the supervisory committee of the Company for the year ended 31 December 2022 be and is hereby approved;		
4.	the Board be authorised to fix the remuneration of the directors (the “ Directors ”) and supervisors of the Company for the year ending 31 December 2023 be and are hereby approved; and		
5.	the re-appointment of Asian Alliance (HK) CPA Limited as the external auditor of the Company to hold office from the conclusion of this meeting until the conclusion of the next annual general meeting of the Company be and is hereby approved and the authorisation of the Board to fix its remuneration be and is hereby approved;		
AS SPECIAL RESOLUTION		FOR^(Note 4)	AGAINST^(Note 4)
6.	the Board be and is hereby granted an unconditional general mandate to allot, issue and deal with the additional shares of the Company (the “ Shares ”) in the share capital of the Company, whether H Shares or Domestic Shares, and to make or grant offers, agreements and options in respect thereof, subject to the terms as set out in resolution no. 6 in the notice of AGM of the Company dated 14 August 2023.		

Dated this^(Note 6): _____ day of _____ 2023

Signature (s) ^(Note 6): _____
Holder(s) of Domestic Shares or H Shares

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 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).
3. If a proxy other than the Chairman of the meeting is preferred, cross out the words “the Chairman of the annual 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 need not be a shareholder of the Company but must attend the AGM 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.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE ABOVE RESOLUTIONS, TICK THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, 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 AGM other than those referred to in the notice of AGM.
5. 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 AGM, either in person or by proxy.
6. 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 AGM or any adjournments thereof (i.e. 2:00 p.m. on Monday, 11 September 2023).
7. Please refer to the circular of the Company in respect of the AGM dated 14 August 2023 for details of the above resolutions to be proposed at the AGM for consideration and approval.
8. Completion and return of this proxy form do not affect your right to attend and vote at the AGM 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 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 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.