



国联证券股份有限公司
GUOLIAN SECURITIES CO., LTD.

(a joint stock limited company established in the People's Republic of China with limited liability)
(Stock Code: 01456)

**FORM OF PROXY FOR THE THIRD EXTRAORDINARY GENERAL MEETING
FOR THE YEAR 2023 TO BE HELD ON THURSDAY, 12 OCTOBER 2023**

Number of shares to which this form of proxy relates ^(Note 1)	
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I/We ^(Note 2) _____
of _____
being the registered holder(s) of _____ H Shares ^(Note 3)
of RMB1.00 each in the share capital of Guolian Securities Co., Ltd. (the "Company"), hereby appoint the chairman of the meeting,
or ^(Note 4) _____
of _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the third extraordinary general meeting (the "EGM") for the year 2023 of the Company to be held at the conference room at 9th Floor, No. 8 Jinrong One Street, Wuxi, Jiangsu Province, the People's Republic of China (the "PRC") at 2:00 p.m. on Thursday, 12 October 2023 as indicated hereunder in respect of the resolutions set out in the notice of EGM dated 21 September 2023. In the absence of any indication, the proxy may vote at his/her own discretion. Unless otherwise defined, capitalised terms used herein shall have the same meaning as defined in the circular of the Company dated 21 September 2023.

Ordinary Resolutions		For ^(Note 5)	Against ^(Note 5)	Abstain ^(Note 5)
1.	Resolution on the formulation of Duty Performance Assessment and Remuneration Management System for Directors and Supervisors of Guolian Securities Co., Ltd.			
2.	Resolution on the amendments to the policy on the management of the related party transactions			
3.	Resolution on the application for qualifications of stock options market-making and listed securities market-making trading businesses and expansion of business scope			
Special Resolutions				
4.	Resolution on the Shareholders' return plan for the next three years (2024-2026)			
5.	Resolution on the extension of validity period of resolution and authorization of the Shareholders' general meeting to issue A Shares to specific subscribers			

Date: _____

Signature ^(Note 6): _____

Notes:

- Please insert the number of shares of the Company registered in your name(s) relating to this form of proxy. If the number is inserted, this form of proxy will be deemed to relate only to those shares. If no number is inserted, this form of proxy will be deemed to relate to all shares of the Company registered in your name(s).
- Please insert the full name(s) (in Chinese or English) and registered address(es) as shown on the register of members of the Company in **BLOCK** letters.
- Please insert the number of shares of the Company registered in your name(s) relating to this form of proxy. If the number is inserted, this form of proxy will be deemed to relate only to those shares. If no number is inserted, this form of proxy will be deemed to relate to all shares of the Company registered in your name(s).
- If any proxy other than the chairman of the meeting of the Company is preferred, please cross out the words "**THE CHAIRMAN OF THE MEETING, OR**" and insert the name(s) and address(es) of the proxy(ies) desired in the spaces provided. A Shareholder may appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a Shareholder. **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 APPROPRIATE BOX MARKED "FOR" OR INSERT THE RELEVANT NUMBER OF SHARES. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE APPROPRIATE BOX MARKED "AGAINST" OR INSERT THE RELEVANT NUMBER OF SHARES. IF YOU WISH TO ABSTAIN FROM VOTING, PLEASE TICK THE APPROPRIATE BOX MARKED "ABSTAIN" OR INSERT THE RELEVANT NUMBER OF SHARES.** If no direction is given, your proxy may vote at his/her own discretion.
- This form of proxy must be signed by you, or your attorney duly authorised in writing or, in the case of a legal person, must be either executed under its common seal or under the hand of its directors or attorney duly authorised.
- In the case of joint holders of any shares of the Company, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such shares as if he/she was solely entitled thereto. However, if more than one of such joint holders are present at the EGM, either personally or by proxy, then the vote of the person, whose name stands first on the register of members in respect of such shares shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
- The form of proxy and other authorisation documents (if any) must be lodged with the Company's H Shares registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares of the Company) not later than 2:00 p.m. on Wednesday, 11 October 2023 (Hong Kong time).
- The EGM is expected to take less than half a day. Shareholders who attend the EGM shall be responsible for their own travel and accommodation expenses. Shareholders or their proxies shall produce their identity documents when attend the EGM.