

Ye Xing Group Holdings Limited
燁星集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1941)

FORM OF PROXY FOR THE EXTRAORDINARY GENERAL MEETING

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ shares of HK\$0.01 each in the share capital of Ye Xing Group Holdings Limited (the “Company”), **HEREBY APPOINT** the chairman of the meeting or ^(Note 3) _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the Extraordinary General Meeting (or at any adjournment thereof) of the Company to be held at Room 303, No. 8 Hongfu Road, Xihongmen, Daxing District, Beijing, PRC on Wednesday, 6 December 2023 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolutions as set out in the notice convening the meeting and at the meeting (or at any adjournment thereof) to vote for me/us in my/our name(s) in respect of the said resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		For ^(Note 4)	Against ^(Note 4)
1.	“ THAT the refundable deposit in the total amount of approximately RMB19.52 million (the “ Refundable Deposits 1 ”) payable by Beijing Hongkun Ruibang Property Management Company Limited Wuxi Branch* (北京鴻坤瑞邦物業管理有限公司無錫分公司) (“ Hongkun Ruibang Wuxi ”) to Wuxi Yongqing Real Estate Company Limited* (無錫永慶房地產有限公司) (“ Wuxi Yongqing ”) which is equivalent to the total base price of all the car parking spaces under the sole agency services agreement entered into between Hongkun Ruibang Wuxi and Wuxi Yongqing on 20 May 2020 be and is hereby approved, confirmed and ratified.”		
2.	“ THAT the refundable deposit in the total amount of approximately RMB31.56 million (the “ Refundable Deposits 2 ”) payable by Hongkun Ruibang Wuxi to Wuxi Yongqing which is equivalent to the total base price of all the car parking spaces and shops under the sole agency services agreement entered into between Hongkun Ruibang Wuxi and Wuxi Yongqing on 30 December 2020 be and is hereby approved, confirmed and ratified.”		
3.	“ THAT the non-refundable deposit in the total amount of approximately RMB10.8 million (the “ Deposits 3 ”) payable by Beijing Hongkun Ruibang Property Management Company Limited Zhuozhou Branch* (北京鴻坤瑞邦物業管理有限公司涿州分公司) (“ Hongkun Ruibang Zhuozhou ”) to Zhuozhou Hongshun Real Estate Development Co., Ltd.* (涿州鴻順房地產開發有限公司) and Zhuozhou Hongtai Real Estate Development Co., Ltd.* (涿州鴻泰房地產開發有限公司) (collectively, the “ Zhuozhou Developers ”) which is based on the sum of RMB30,000/space for all the car parking spaces under the car parking spaces underwriting agreement entered into between Hongkun Ruibang Zhuozhou and the Zhuozhou Developers on 15 February 2021 be and is hereby approved, confirmed and ratified.”		
4.	“ THAT the property right-of-use transfer agreement dated 26 September 2023 (the “ Transfer Agreement 2 ”) entered into between Beijing Ruihongda Enterprise Consulting Co., Ltd.* (北京銳鴻達企業諮詢有限公司) and Beijing Hongkun Ruibang Property Management Company Limited* (北京鴻坤瑞邦物業管理有限公司) regarding certain units on the 1st to 6th floors of the office building located at Block D, Hongkun Xinduhui, No. 8 Hong Fu Lu, Xihongmen, Daxing Qu, Beijing, the People’s Republic of China* (中華人民共和國北京市大興區西紅門鎮宏福路8號鴻坤新都薈D座辦公大樓第1至6層) with a total gross floor area of 4,982.85 square meters and the transactions contemplated thereunder (the “ Acquisition ”) be and are hereby approved, confirmed and ratified.”		
5.	“ THAT any one director of the Company be and is hereby generally and unconditionally authorised to do all such acts and things, to sign and execute all such documents for and on behalf of the Company as they may consider necessary, appropriate, desirable or expedient to give effect to or in connection with (i) the Refundable Deposits 1, Refundable Deposits 2 and Deposits 3 arrangements and (ii) the Transfer Agreement 2 and the Acquisition.”		

Signature ^(Note 5): _____

Date: _____

* For identification purposes only

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The name of all joint registered holders should be stated. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy or more than one proxy (for member holding two or more shares) to attend and, on a poll, vote in his/her stead. A proxy need not be a member of the Company.
2. Please insert the number of shares registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
3. If any proxy other than the chairman of the meeting 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. The proxy need not be a member of the Company but must attend the meeting in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PUT A TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PUT A TICK IN THE BOX MARKED "AGAINST".** Failure to do so will entitle your proxy to vote or abstain at he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer duly authorised.
6. In the case of joint holders the vote of a senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members.
7. To be valid, this form of proxy, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting (i.e. 10:00 a.m. on Monday, 4 December 2023) or any adjournment thereof.
8. Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.

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 meeting 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 authorized 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/Tricor Investor Services Limited at the above address.