

Desun Real Estate Investment Services Group Co., Ltd.

德商產投服務集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 2270)

FORM OF PROXY FOR USE AT EXTRAORDINARY GENERAL MEETING TO BE HELD ON TUESDAY, 20 FEBRUARY 2024

I/We (Name) _____ (Block capitals, please) of
(Address) _____ being
the holder(s) of _____ (see Note 1) shares of US\$0.0001 each in the capital of Desun Real Estate Investment
Services Group Co., Ltd. (the “Company”) hereby appoint (Name) _____ of
(Address) _____ or
failing him/her (Name) _____ of
(Address) _____ or failing
him/her, the chairman of the meeting (see Note 2) as my/our proxy to attend and vote for me/us and on my/our behalf at the extraordinary general meeting
(the “EGM”) of the Company to be held at the Conference Room, 18th Floor, Block A, Desun International, No. 1480, North Section of Tianfu Avenue,
High-tech Industrial Development Zone, Chengdu, China on Tuesday, 20 February 2024 at 10:30 a.m. and at any adjournment thereof or on any
resolution or motion which is properly proposed thereat. My/Our proxy is authorised and instructed to vote as indicated (see Note 3) in respect of the
undermentioned resolutions:

Ordinary Resolutions*		For (see Note 3)	Against (see Note 3)
1.	To approve the entering into of the Debts Settlement Agreements by Chengdu Desun with the respective Debtors and Vendors and the transactions contemplated thereunder.		
1.01	The Debts Settlement Agreement I dated 22 December 2023 entered into among Yong Hong Real Estate as a Vendor, Rong He Real Estate as a Debtor and Chengdu Desun as a purchaser and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.		
1.02	The Debts Settlement Agreement II dated 22 December 2023 entered into among Yong Hong Real Estate as a Vendor, Gao Xin Real Estate as a Debtor and Chengdu Desun as a purchaser and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.		
1.03	The Debts Settlement Agreement III dated 22 December 2023 entered into among Jia Tai Real Estate as a Vendor, DJXY as a Debtor and Chengdu Desun as a purchaser and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.		
1.04	The Debts Settlement Agreement IV dated 22 December 2023 entered into among Jia Tai Real Estate as a Vendor, Ding Chuang Real Estate as a Debtor and Chengdu Desun as a purchaser and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.		
1.05	The Debts Settlement Agreement V dated 22 December 2023 entered into among Jia Tai Real Estate as a Vendor, Bo Lang Real Estate as a Debtor and Chengdu Desun as a purchaser and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.		

Ordinary Resolutions*		For (see Note 3)	Against (see Note 3)
1.06	The Debts Settlement Agreement VI dated 22 December 2023 entered into between Dekunda Real Estate as a Vendor and a Debtor and Chengdu Desun as a purchaser and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.		
1.07	The Debts Settlement Agreement VII dated 22 December 2023 entered into among Dekunda Real Estate as a Vendor, Bo Lang Real Estate as a Debtor and Chengdu Desun as a purchaser and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.		
1.08	The Debts Settlement Agreement VIII dated 22 December 2023 entered into among Dekunda Real Estate as a Vendor, De Qian Real Estate as a Debtor and Chengdu Desun as a purchaser and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.		
1.09	The Debts Settlement Agreement IX dated 22 December 2023 entered into among Desun Da as a Vendor, Dekunda Real Estate as a Debtor and Chengdu Desun as a purchaser and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.		
1.10	The Debts Settlement Agreement X dated 22 December 2023 entered into between Desun Da as a Vendor and a Debtor and Chengdu Desun as a purchaser and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and authorize the Board or any executive director of the Company to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to the agreement.		

* The full text of the resolutions appears in the notice of EGM dated 31 January 2024, which is included in the circular dispatched to the shareholders.

Dated this _____ day of _____ 2024 Signature(s) _____ (see Note 5)

Notes:

1. Please insert the number of shares registered in your name(s); if no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
2. A shareholder may appoint more than one proxy of his/her own choice. If such an appointment is made, strike out the words "the chairman of the meeting", and insert the name(s) of the person(s) appointed as proxy in space provided. Any alteration made to this form of proxy must be initialed by the person who signs it.
3. **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".** Failure to tick a box will entitle your proxy to cast your vote at his/her discretion. 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.
4. If the appointor is a corporation, this form must be executed under common seal or under the hand of an officer, attorney, or other person duly authorised on that behalf.
5. In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated. Where there are joint holders of any share of the Company, any one of such joint holders may vote at the meeting, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register of shareholders in respect of such share shall alone be entitled to vote in respect thereof.
6. To be valid, this form of proxy must be completed, signed and deposited at the Hong Kong branch share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof), not less than 48 hours before the time for holding the meeting (i.e. before 10:30 a.m. on Sunday, 18 February 2024). The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish.
7. A proxy need not be a shareholder of the Company.

PERSONAL INFORMATION COLLECTION STATEMENT

- (i) "Personal Data" in these statements has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- (ii) The supply of your Personal Data to the Company and/or the Company's Hong Kong branch share registrar is on a voluntary basis and such data will be used for processing your instructions as stated in this form of proxy.
- (iii) Your Personal Data will not be transferred to any third parties (other than the Company's Hong Kong branch share registrar) unless it is a requirement to do so by law, for example, in response to a court order or a law enforcement agency's request and will be retained for such period as may be necessary for our verification and record purposes.
- (iv) You and your appointed proxy have the right to request access to and/or to correct the respective Personal Data in accordance with the provisions of the PDPO. Any such request should be in writing addressed to the Personal Data Privacy Officer of Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.