



Beisen Holding Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9669)

FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING

I/We (Name) _____ (Block capitals)

of (Address) _____

being the holder(s) of _____ (see Note 1) shares of US\$0.00001 each in the share capital of Beisen Holding Limited (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 of the Company (the “Extraordinary General Meeting”) to be held at 19th Floor Huarui Mansion, Xiaoyunli South Street No. 9 Courtyard, Chaoyang District, Beijing, the PRC, on Monday, 18 March 2024 at 2:00 p.m. and at any adjournment thereof or on any resolution or motion which is proposed thereat. My/Our proxy is authorised and instructed to vote as indicated (see Note 3) in respect of the undermentioned resolutions:

Special Resolutions		For (see Note3)	Against (see Note3)
1.	Special resolution number 1 set out in the notice of Extraordinary General Meeting (to approve the Amendments Relating to Filling Casual Vacancy in the Office of Auditor (as defined in the notice of Extraordinary General Meeting) to the Existing Memorandum and Articles of Association (as defined in the notice of Extraordinary General Meeting)).		
2.	Special resolution number 2 set out in the notice of Extraordinary General Meeting (to approve the Other Amendments (as defined in the notice of Extraordinary General Meeting) to the Existing Memorandum and Articles of Association).		
3.	Special resolution number 3 set out in the notice of Extraordinary General Meeting (conditional upon special resolution(s) number 1 and/or 2 being passed, to approve the adoption of the New Memorandum and Articles of Association (as defined in the notice of Extraordinary General Meeting)).		
Ordinary Resolution		For (see Note3)	Against (see Note3)
4.	Ordinary resolution number 4 set out in the notice of Extraordinary General Meeting (to approve the authorisation of any director or company secretary of the Company to do all such acts, deeds and things and execute all such documents and make all such arrangements that he/she shall, in his/her absolute discretion, deem necessary or expedient to give effect to special resolution number 3).		

Dated this _____ day of _____, 2024

Signature(s) _____ (see Note 5)

Notes:

- 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).
- A member may appoint more than one proxy of his/her own choice if the member is the holder of two or more shares. 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.
- 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.**
- If the appointor is a corporation, this form must be under common seal or under the hand of an officer, attorney, or other person duly authorised on that behalf.
- 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 members in respect of such share shall alone be entitled to vote in respect thereof.
- To be valid, this form of proxy must be completed, signed and deposited at the Company’s branch share registrar and transfer office in Hong Kong, 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 certified copy thereof), not less than 48 hours before the time for holding the Extraordinary General Meeting or any adjournment thereof. The completion and return of the form of proxy shall not preclude members of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish and in such event, this form of proxy shall be deemed to be revoked.
- A proxy need not be a member of the Company.