



DONGGUANG CHEMICAL LIMITED

東光化工有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1702)

PROXY FORM

Proxy form for the annual general meeting (the "AGM") to be held at 10:00 a.m. at Chengdong Industrial Zone, Dongguang County, Hebei Province, the PRC on Thursday, 23 May 2024 (or any adjournment thereof).

I/We ^(note a) _____ of _____ being the registered holder(s) of ^(note b) _____ shares of US\$0.0001 each in the capital of Dongguang Chemical Limited ("Company") HEREBY APPOINT ^(note c) _____ of _____ or, failing him/her, the Chairman of the AGM ^(note d), to act as my/our proxy to attend for me/us at the AGM to be held at 10:00 a.m. at Chengdong Industrial Zone, Dongguang County, Hebei Province, the PRC on Thursday, 23 May 2024 or at any adjournment thereof for the purpose of considering and, if through fit, passing the resolutions as set out in the notice convening the AGM and at the AGM (or any adjournment thereof) to vote on my/our behalf and in my/our name(s) in respect of the resolutions as indicated below or, if no indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS ^(note e)		FOR ^(note f)	AGAINST ^(note f)
1.	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the "Directors") and the auditors of the Company for the year ended 31 December 2023		
2.	To declare a final dividend for the year ended 31 December 2023 of HK8 cents per share of US\$0.0001 each in the capital of the Company		
3.	(a) Each as a separate resolution, to re-elect the following Directors as Directors:		
	(i) Mr. Wang Zhihe		
	(ii) Mr. Wang Chunmeng		
	(iii) Ms. Lin Xiuxiang		
	(iv) Mr. Liu Jincheng		
(b)	To authorise the board of Directors to fix the Directors' remuneration		
4.	To re-appoint BDO Limited as the auditors of the Company and authorise the board of Directors to fix their remuneration		
5.	To grant a general mandate to the Directors to allot, issue and otherwise deal with the shares of the Company		
6.	To grant a general mandate to the Directors to purchase the shares of the Company		
7.	To add the number of shares of the Company repurchased by the Company to the mandate granted to the Directors under resolution no. 5		

Dated this _____ day of _____ 2024

Shareholder's signature _____ ^(notes g, h, i, j, k)

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. In the case of joint registered holders, the names of all joint registered holders should be stated.
- Please insert the number of shares of US\$0.0001 each in the capital of the Company (the "Shares") registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the Shares registered in your name(s).
- Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE AGM WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- Given the special arrangements adopted by the Company as set out in the section headed "Special Arrangements for the Annual General Meeting" of the circular of the Company dated 22 April 2024 (the "Circular"), the board of directors of the Company understand that shareholders of the Company may not be able to attend the AGM in person at the AGM venue. If shareholders of the Company wish to exercise their voting rights at the AGM, they are recommended to cast their vote by lodging their proxy forms with the Company's Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited at the address stated in note i below in advance of the AGM and appointing the Chairman of the meeting to vote on their behalf at the AGM. Registered shareholders of the Company will be able to view and participate in the AGM through a live broadcast through e-Meeting System. No remote voting system is provided. Please refer to the Circular for further details on the special arrangements for the AGM.
- The full text of the resolutions appears in the notice of AGM incorporated in the Circular.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTIONS SET OUT ABOVE, PLEASE INDICATE WITH A TICK ("✓") THE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, PLEASE PUT A TICK ("✓") IN THE BOXES MARKED "AGAINST".** In absence of any such indication, your proxy may vote for or against the any of the resolutions or may abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution(s) properly put to the AGM other than that referred to in the notice convening the AGM.
- Where there are joint registered holders of any Shares, any one of such joint holders may vote, either in person or by proxy, in respect of such Shares as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the AGM, personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Shares shall alone be entitled to vote in respect thereof.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney so authorised.
- To be valid, this proxy form together with any power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority must be deposited at the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited at 17/E, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 48 hours before the time fixed for holding the AGM (i.e. by 10:00 a.m. on Tuesday, 21 May 2024) or any adjourned meeting.
- The proxy need not be a member of the Company but must attend the AGM in person to represent you.
- Completion and return of this proxy form will not preclude you from attending and voting in person at the AGM or any adjournment thereof if you so wish.
- References to time and dates in this proxy form are to Hong Kong time and dates.