



# GCL New Energy Holdings Limited

## 協鑫新能源控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 451)

### PROXY FORM

#### FOR THE ANNUAL GENERAL MEETING TO BE HELD ON THURSDAY, 23 MAY 2024 AT 11 A.M.

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>2</sup> \_\_\_\_\_ shares (the “Shares”) of one-twelfth (1/12) of a Hong Kong dollar each (equivalent to HK\$0.083) in the capital of GCL New Energy Holdings Limited 協鑫新能源控股有限公司 (the “Company”) **HEREBY APPOINT<sup>3</sup>** the Chairman of the meeting or \_\_\_\_\_ (name)  
of \_\_\_\_\_ (address)  
as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting (the “AGM”) of the Company to be held at 21st Floor, Grand Millennium Plaza, 181 Queen’s Road Central, Sheung Wan, Hong Kong on Thursday, 23 May 2024 at 11 a.m. or at any adjournment thereof as hereunder indicated:

	ORDINARY RESOLUTIONS	FOR <sup>4</sup>	AGAINST <sup>4</sup>
1.	To consider and adopt the audited consolidated financial statements and the reports of the directors (the “Directors”) and auditor of the Company for financial year ended 31 December 2023.		
2.	(i) To re-elect Mr. Zhu Yufeng as a Director.		
	(ii) To re-elect Mr. Yeung Man Chung, Charles as a Director.		
	(iii) To re-elect Mr. Gu Zengcai as a Director.		
	(iv) To re-elect Mr. Lee Conway Kong Wai (who has served more than nine years) as an independent non-executive Director.		
	(v) To re-elect Mr. Wang Yanguo (who has served more than nine years) as an independent non-executive Director.		
	(vi) To authorise the board (the “Board”) of Directors to fix the remuneration of the Directors.		
3.	To re-appoint Crowe (HK) CPA Limited as auditor of the Company and to authorise the Board to fix its remuneration.		
4.	(i) To grant a general mandate to the Directors to allot, issue and deal with additional Shares <sup>5</sup> .		
	(ii) To grant a general mandate to the Directors to repurchase Shares <sup>5</sup> .		
	(iii) To extend the general mandate to the Directors to allot, issue and deal with additional Shares by the addition of number of Shares repurchased <sup>5</sup> .		
5.	To approve the termination of the 2014 Share Option Scheme and the adoption of the 2024 Share Option Scheme with the Scheme Mandate Limit (as defined in the 2024 Share Option Scheme) <sup>5</sup> .		
6.	To approve and adopt the Service Provider Sub-limit under the 2024 Share Option Scheme <sup>5</sup> .		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2024

Signature(s)<sup>6</sup> \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of Shares registered in your name(s). If no number is inserted, this proxy form will be deemed to relate to all the Shares registered in your name(s).
- If any proxy other than the Chairman of the AGM is preferred, delete the words “the Chairman of the meeting or” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE DULY INITIALED.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN 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 AGM other than those referred to in the notice convening the AGM.
- The full text of resolutions 4(i), 4(ii), 4(iii), 5 and 6 are set out in the notice of AGM.
- To be valid, this proxy form, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority, must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Abacus Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event, not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof.
- This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under its common seal or under the hand of an officer or attorney so authorised.
- Where there are joint registered holders of any Share, any one of such persons may vote at the AGM, either personally or by proxy, in respect of such Share as if he were solely entitled thereto, but if more than one of such joint holders is present at the AGM, personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such Share shall alone be entitled to vote in respect thereof.
- The proxy need not be a member of the Company but must attend the AGM in person to represent you.
- Your proxy’s authority will be revoked if you attend and vote in person in the AGM.
- Unless otherwise stated, capitalised terms used above shall have the same meanings as set out in the Company’s circular dated 23 April 2024.

#### PERSONAL INFORMATION COLLECTION STATEMENT

“Personal Data” in this statement has the same meaning as “personal data” defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”), which include your and your proxy’s name and address. Your supply of the Personal Data is on a voluntary basis and for the purpose of processing your instructions as stated in this Proxy Form (the “Purposes”). If you fail to supply sufficient information, the Company may not be able to process your instructions. The Company may disclose or transfer the Personal Data to its subsidiaries, its Share Registrar and/or third party service provider who provides administrative, computer and other services to the Company for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. The Personal Data will be retained for such period as may be necessary to fulfil the Purposes (including for verification and record purposes). Request for access to and/or correction of the Personal Data can be made in accordance with the provisions of the PDPO and any such request should be in writing and sent to the Data Privacy Officer of Tricor Abacus Limited at the above address.