



北京北辰實業股份有限公司 BEIJING NORTH STAR COMPANY LIMITED

(A sino-foreign joint venture joint stock limited company incorporated in the People's Republic of China)
(Stock Code: 588)

REVISED PROXY FORM FOR HOLDERS OF H SHARES FOR USE AT THE ANNUAL GENERAL MEETING OF 2023

I/We^(note 1) _____ of _____ being the registered holders (the "Shareholders") of^(note 2) _____ H share(s) in BEIJING NORTH STAR COMPANY LIMITED (the "Company"), HEREBY APPOINT^(note 3) _____ of _____ or failing him^(note 3) _____ of _____

or failing him, the Chairman of the meeting or any director of the Company as my/our proxy in respect of^(note 4) the H Share(s) in the Company held by me/us to attend, on my/our behalf, the 2023 annual general meeting of the Company (the "2023 AGM") or any adjournment thereof to be held at the Meeting Room One at 12th Floor, Tower A, Hui Xin Building, No. 8 Bei Chen Dong Road, Chao Yang District, Beijing, the People's Republic of China (the "PRC") at 9:00 a.m. on Thursday, 16 May 2024 or at any adjournment thereof, to consider and, if thought fit, pass the resolutions set out in the circular of the Company dated 16 April 2024 (the "Original Circular") and the supplemental circular of the Company dated 29 April 2024 (the "Supplemental Circular"), and to vote on my/our behalf, at the 2023 AGM or any adjournment thereof in respect of the resolutions as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

Unless the context otherwise requires, capitalized terms used exclusively in this revised proxy form shall have the same meanings as those defined in the Original Circular and the Supplemental Circular.

SPECIAL RESOLUTIONS		For ^(note 5)	Against ^(note 5)	Abstain ^(note 5)
1.	"Amendments to the Articles of Association" of the Company			
2.	"Amendments to the Rules of Procedures for Shareholders' General Meetings" of the Company			
3.	"Amendments to the Rules of Procedures for Meetings of the Board of Directors" of the Company			
4.	"Amendments to the Rules of Procedures for Meetings of the Supervisory Committee" of the Company			
5.	"Amendments to the Working Policy for Independent Directors" of the Company			
6.	"The resolution on estimation of guarantee limit for the year of 2024" of the Company			
7.	"The resolution on grant of general mandate for issuance of shares" of the Company			
8.	"The resolution on grant of general mandate for issuance of debt financing instruments" of the Company			
ORDINARY RESOLUTIONS				
9.	The financial report of the Company for the year of 2023 prepared in accordance with the PRC accounting standards and Hong Kong general accepted accounting principles respectively			
10.	The report of the board of Directors of the Company for the year of 2023 prepared in accordance with the relevant regulations and requirements of the PRC and Hong Kong for disclosure in annual report respectively			
11.	The report of the supervisory committee of the Company for the year of 2023			
12.	The scheme of profit distribution and the scheme of capital reserve fund conversion of the Company for the year of 2023			
13.	"Duty report of the independent Directors for the year of 2023" of the Company			
14.	"The resolution on provision of financial assistance for the year of 2024" of the Company			
15.	"Proposed shareholders dividend distribution and return plan (2024-2026)" of the Company			
16.	"The resolution on the election of Directors (excluding independent non-executive Directors)" of the Company (this resolution is subject to the cumulative voting system)	cumulative votes^(note 8) (Please fill in the votes for items 16(a) to 16(f) in the following column)		
	(a) The election of Mr. LI Wei-Dong as an executive Director of the Company for the next session			
	(b) The election of Ms. LIANG Jie as an executive Director of the Company for the next session			
	(c) The election of Mr. YANG Hua-Sen as an executive Director of the Company for the next session			
	(d) The election of Ms. ZHANG Wen-Lei as an executive Director of the Company for the next session			
	(e) The election of Mr. HU Hao as a new executive Director of the Company for the next session			
	(f) The election of Mr. WEI Ming-Qian as a new executive Director of the Company for the next session			
17.	"The resolution on election of the independent non-executive Directors" of the Company (this resolution is subject to the cumulative voting system)	cumulative votes^(note 8) (Please fill in the votes for items 17(a) to 17(c) in the following column)		
	(a) The election of Dr. CHOW Wing-Kin, Anthony as an independent non-executive Director of the Company for the next session			
	(b) The election of Mr. GAN Pei-Zhong as an independent non-executive Director of the Company for the next session			
	(c) The election of Mr. CHEN De-Qiu as an independent non-executive Director of the Company for the next session			
ORDINARY RESOLUTIONS		For ^(note 5)	Against ^(note 5)	Abstain ^(note 5)
18.	"The resolution on remuneration of the Directors" of the Company			
19.	"The resolution on the election of Supervisors" of the Company (this resolution is subject to the cumulative voting system)	cumulative votes^(note 8) (Please fill in the votes for items 19(a) to 19(b) in the following column)		
	(a) The election of Ms. DU Yan as the shareholder representative Supervisor of the Company for the next session			
	(b) The election of Ms. HE Shu-Fang as the new shareholder representative Supervisor of the Company for the next session			
ORDINARY RESOLUTIONS		For ^(note 5)	Against ^(note 5)	Abstain ^(note 5)
20.	"The resolution on remuneration of the Supervisors" of the Company			
21.	"The resolution on the change of accounting firms" of the Company			

Date: _____, 2024

Signature(s)^(note 6): _____

Notes:

Important: You are requested to review the notice of 2023 AGM of the Company dated 16 April 2024 and the supplemental notice of 2023 AGM of the Company dated 29 April 2024 respectively before appointing your proxy.

- Please insert full name(s) and address(es) (as shown on the register of shareholders) in BLOCK CAPITALS.
- Please insert the number of all the H shares of the Company registered in your name(s).
- If you wish to appoint a person other than the Chairman of the meeting as your proxy, please delete the words "or failing him, the Chairman of the meeting or any director of the Company" and fill in the blanks with the name and address of the person you wish to appoint as your proxy. Any shareholder of the Company entitled to attend and vote at the 2023 AGM to be convened by the above notice is entitled to appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company. Every alteration of this revised proxy form shall be signified by the initials of the undersigned.
- Please indicate clearly the number of shares registered in your name(s) in respect of which the proxy is so appointed. If no such number is inserted, the proxy will be deemed to be appointed in respect of all the shares in the Company registered in your name(s).
- Important: If you wish to vote for any resolution above, tick in the box marked "For". If you wish to vote against any resolution, tick in the box marked "Against". If you wish to abstain from voting on any resolution, tick in the box marked "Abstain". If you wish to vote on the number of H shares in respect of which this revised proxy form relates, please indicate the correct number of shares to be voted in the relevant column in place of the "X" sign. In the absence of any instruction, your proxy is entitled to vote or abstain from voting at his/her discretion. The proxy may also vote in his/her discretion on any resolution duly proposed at the 2023 AGM other than those set out in the notice of 2023 AGM and the supplemental notice of 2023 AGM respectively at his/her discretion.**
- This revised proxy form shall be signed by you or by your attorney duly authorized in writing or, if the appointor is a corporation, either under its seal or under the hand of one of its directors or duly authorized representatives. If the revised proxy form is signed by a representative of a shareholder, the power of attorney under which it is signed must be notarially certified.
- Where there are joint holders of any share, any one of such joint holders may vote at the 2023 AGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto. However, if more than one of such joint holders are present at the 2023 AGM either in person or by proxy, the vote of the joint holder whose name stands first in the register of shareholders in respect of any resolution shall be accepted by the Company, whether in person or by proxy, and the vote of the other joint holder shall not be accepted.
- For the resolutions nos. 16, 17 and 19 regarding the election of directors of the Company (the "Directors") and supervisors of the Company (the "Supervisors"), a cumulative voting system is adopted. The cumulative voting system means that when two or more Directors or Supervisors (as the case may be) under the same resolution are elected in a shareholders' general meeting, each share held by the shareholders who participate in the poll shall have the voting rights equal to the total number of candidates proposed for election of Directors or Supervisors (as the case may be) under the same resolution, and the shareholders may elect one person with all the voting rights or vote separately for several candidates. The cumulative voting system does not have "For", "Against" or "Abstain" items on the poll. You can fill in the corresponding number of votes in the "cumulative votes" column after each candidate's name. The minimum number of votes is zero, and the maximum number of votes is the maximum number of votes under each resolution group, without the need to be an integral multiple of your shareholding. If you put a "X" in the box after each candidate's name, it will be deemed that the total number of votes you have will be equally distributed among the corresponding candidates.
- In order to be valid, this revised proxy form and, if such revised proxy form is signed by a person under a power of attorney or other authority on behalf of the appointor, a notarially certified copy of that power of attorney or authority shall be deposited with the Company's H share registrar, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time fixed for holding the meeting or 24 hours before the time appointed for taking the poll.
- A shareholder or his proxy shall produce his own identity proof documentation when attending the meeting. An individual shareholder attending the meeting in person shall produce (i) the document of his identity; and (ii) the evidence of his shareholding. A proxy who has been appointed to attend the meeting on behalf of others shall produce (i) the document of his identity; (ii) the power of attorney; and (iii) the evidence of shareholding. A corporate shareholder shall be represented at the meeting by its legal representative, or the proxy appointed by the board of directors or other governance body. If a corporate shareholder appoints its legal representative to attend the meeting, the legal representative shall produce (i) the document of his identity; (ii) valid proof of his identity as a legal representative; and (iii) the evidence of shareholding. Where a proxy is appointed by the legal representative to attend the meeting on his behalf, the proxy shall produce (i) the document of his identity; (ii) the power of attorney duly issued by the legal representative of the corporate shareholder; and (iii) the evidence of shareholding. Where a proxy is appointed to attend the meeting by the board of directors or other governance body of the corporate shareholder, the proxy shall produce (i) the document of his identity; (ii) a notarially certified copy of the resolution or other authority of appointment; and (iii) the evidence of shareholding.
- This is a revised proxy form for use in connection with the resolutions set out in the notice of 2023 AGM dated 16 April 2024 and the supplemental notice of 2023 AGM dated 29 April 2024.
- This revised proxy form shall supersede the proxy form enclosed with the Original Circular (the "Original Proxy Form") and that the Original Proxy Form shall be deemed invalid. Shareholders who have signed and returned the Original Proxy Form should complete and return this revised proxy form in accordance with the instructions provided in the supplemental notice of 2023 AGM. Completion and return of this revised proxy form will not preclude a shareholder from attending and voting at the 2023 AGM in person.
- In case of discrepancies between the English and Chinese versions of this form, the Chinese version shall prevail.

PERSONAL INFORMATION COLLECTION STATEMENT

- "Personal Data" in this statement has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- Your Personal Data is supplied to the Company on a voluntary basis. Failure to provide sufficient information may render the Company not able to process your instructions and/or request as stated in this revised proxy form.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, the Share Registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing to Personal Data Privacy Officer of Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.