



廣州富力地產股份有限公司

GUANGZHOU R&F PROPERTIES CO., LTD.*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2777)

Proxy Form for 2023 Annual General Meeting to be held on 31 May 2024

In respect of the meeting to be held on 31 May 2024 or any adjournment thereof. The number of shares this proxy form relates ^(Note 1) _____ H Shares

I/We ^(Note 2) _____
of _____
being the registered holder(s) of _____ shares of H Shares ^(Note 3) in Guangzhou R&F Properties Co., Ltd. (the "Company") hereby appoint the chairman of the meeting or ^(Note 4) _____
of _____

as my/our proxy(ies) to attend and act for me/us at the 2023 Annual General Meeting (the "AGM") to be held at 11:00 a.m. on 31 May 2024 at the Conference Room, 54/F., R&F Center, No. 10 Huaxia Road, Pearl River New Town, Guangzhou, the PRC and to vote at such meeting or any adjournment thereof in respect of the resolutions as hereunder indicated or, if no such indication is given, as my/our proxy(ies) thinks fit.

Ordinary Resolutions		For	Against	Abstain
1.	To consider and approve the report of the board of directors (the "Board") of the Company for the year ended 31 December 2023			
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2023			
3.	To consider and approve the audited financial statements and the report of the auditors for the year ended 31 December 2023			
4.	To consider and re-appoint BDO Limited as auditor of the Company, and to authorize the Board to fix the remuneration of the auditor			
5.	To authorize the Board to decide on matters relating to the payment of interim dividend for the six months ended 30 June 2024			
6.	To consider and re-elect the following retiring directors and supervisor, and authorize the Board to fix their remunerations:			
	(a) Re-election of Dr. Li Sze Lim as the Company's executive director			
	(b) Re-election of Mr. Ng Yau Wah, Daniel as the Company's independent non-executive director			
	(c) Re-election of Mr. Zhang Yucong as the Company's supervisor			
7.	To consider and elect Mr. Zhao Feng as the Company's executive director, and authorize the Board to fix his remuneration			
8.	To authorize the legal representative(s) or authorized person(s) of the Company and its subsidiaries to sign composite credit facilities or loans related agreements and documents with the limit of each agreement not more than RMB8 billion (including RMB8 billion)			

Special Resolutions		For	Against	Abstain
9.	To consider and approve the Company to extend guarantees on behalf of subsidiaries and extend guarantees on behalf of associates and joint ventures and other investee companies (including the extension of external guarantees by the subsidiaries), the new aggregate amount of the guarantees in 2024 shall be up to RMB100 billion			
10.	To grant an unconditional and general mandate to the Board to issue, allot and deal in additional shares in the capital of the Company and to authorize the Board to execute all such relevant documents and to make necessary amendments to the Articles of Association			
11.	To consider and approve the Company's issue of direct debt financing products and asset securitization products (including but not limited to REITs) in 2024			
12.	To authorize the Board (or its authorized person(s)) to handle at its sole discretion the matters in relation to the Company's issue of direct debt financing products and asset securitization products (including but not limited to REITs) in 2024 and the matters in relation to the extension of existing products			

Signature of shareholder(s): _____

Date: _____

Notes:

1. Please insert the number of shares of the Company registered in your name(s) and to which this proxy form relates. If no such number is inserted, this proxy form will be deemed to relate to all shares of the Company registered in your name(s).
2. Please insert name(s) and address(es) in **BLOCK LETTER** as shown in the register of shareholders.
3. Please insert the number of shares of the Company registered in your name(s).
4. If any proxy other than the chairman of the meeting is preferred, strike out "the chairman of the meeting or" and insert the name and address of the proxy in the space provided. If no name is inserted, the chairman of the meeting will act as your proxy. Each shareholder is entitled to appoint one or more proxy(ies) to attend and vote at the meeting. A proxy need not be a shareholder of the Company. Any alteration made to this proxy form must be signed by the signer.
5. **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". If you wish to abstain to vote in any resolution, tick in the box marked "Abstain". Failure to tick either box will entitle your proxy to cast your vote in his discretion.**
6. This proxy form must be signed by you or your attorney duly authorized in writing or, in the case of a corporation or institution, either under its common seal or under the hand of an officer or attorney authorized in that regard.
7. To be valid, this proxy form is to be used by shareholder of the Company wishing to appoint proxy and, if this proxy form is signed by a person authorized by a shareholder pursuant to a power of attorney or other authority, a notarized copy of that power of attorney or other authority must be delivered to the Company or Hong Kong H Share Registrar. H Shares shareholders please fill in and sign on this proxy form and deliver it to the Company's H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M/F., Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time designated for the commencement of the AGM.
8. A shareholder or his/her/its proxy shall produce proof of identity when attending the AGM. If a corporate shareholder appoints its representative to attend the meeting, such representative shall produce proof of identity and a copy of the resolution of the Board or governing body of such shareholder.

* For identification purpose only