



Ronshine China Holdings Limited

融信中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3301)

FORM OF PROXY FOR USE AT ANNUAL GENERAL MEETING

I/We (Name) _____ (Block capitals, please) of (Address) _____

being the holder(s) of _____ (see Note 1) shares of HK\$0.00001 each in the capital of Ronshine China Holdings 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 annual general meeting of the Company to be held physically at Room 902, Floor 9, Tower 2, Ronshine Sunkwan Center, Lane 77, Shangkun Road, Minhang District, Shanghai, China on Thursday, 13 June 2024 at 10:00 a.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:

	Ordinary Resolutions	For (see Note 3)	Against (see Note 3)
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor for the year ended 31 December 2023.		
2.	(A) To re-elect Ms. Yu Lijuan as an executive director of the Company.		
	(B) To re-elect Ms. Zeng Feiyan as an executive director of the Company.		
	(C) To re-elect Mr. Ruan Weifeng as an independent non-executive director of the Company.		
	(D) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.		
3.	To re-appoint Elite Partners CPA Limited as auditor of the Company and to authorise the board of directors of the Company to fix its remuneration.		
4.	(A) To grant a general mandate to the directors of the Company to allot, issue and deal with shares and/or to resell treasury shares of the Company (if permitted under the Listing Rules) not exceeding 20% of the total number of issued shares of the Company (excluding treasury shares).		
	(B) To grant a general mandate to the directors of the Company to buy-back shares not exceeding 10% of the total number of issued shares of the Company (excluding treasury shares).		
	(C) To extend the authority given to the directors of the Company pursuant to ordinary resolution No. 4(A) to issue additional shares and/or to resell treasury shares by adding the number of shares bought back under ordinary resolution no. 4(B).		

	Special Resolution	For <i>(see Note 3)</i>	Against <i>(see Note 3)</i>
5.	To approve the adoption of the amended and restated memorandum of association and articles of association of the Company (the “ Amended and Restated Memorandum and Articles of Association ”), a copy of which has been produced to the annual general meeting and marked “A” and signed by the chairman of the annual general meeting for the purpose of identification, in substitution for, and to the exclusion of, the existing memorandum of association and articles of association of the Company with immediate effect; and any Director or company secretary or registered office provider of the Company be and is hereby authorised 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 the adoption of the Amended and Restated Memorandum and Articles of Association and to make relevant registrations and filings in accordance with the relevant requirements of the applicable laws, rules and regulations in the Cayman Islands and Hong Kong, including without limitation, attending to the necessary filings with the Registrar of Companies in the Cayman Islands and Hong Kong.		

Dated this _____ day of _____ 2024

Signature(s) _____ *(see Note 5)*

Notes:

1. 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).
2. A member may appoint more than one proxy of his/her own choice. 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 initialled by the person who signs it.
3. **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.
4. 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.
5. 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 in respect of such share shall alone be entitled to vote in respect thereof.
6. To be valid, this form of proxy must be completed, signed and deposited at the Company’s branch share registrar 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 notorially certified copy thereof), not less than 48 hours before the time appointed for holding the meeting (i.e. before 10:00 a.m. on Tuesday, 11 June 2024) or any adjournment thereof. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish.
7. A proxy need not be a shareholder of the Company.

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) (the “**PDPO**”). The supply of your and your proxy’s Personal Data is on a voluntary basis. Failure to provide sufficient information may result in the Company being unable to process your appointment of proxy and instructions. Your and your proxy’s Personal Data may be disclosed or transferred by the Company to its subsidiaries, its share registrar, and/or other companies or bodies for any of the stated purposes and retained for such period as may be necessary for our verification and record purposes. By providing your proxy’s Personal Data in this form of proxy, you should have obtained the express consent (which has not been withdrawn in writing) from your proxy in using his/her Personal Data provided in this form of proxy and that you have informed your proxy of the purpose for and the manner in which his/her Personal Data may be used. You/your proxy have/has the right to request access to and/or correction of your/your proxy’s Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your/your proxy’s Personal Data should be in writing to the Personal Data Privacy Officer of the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong.