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# CPMC HOLDINGS LIMITED

## 中糧包裝控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock code: 906)

### Revised Form of Proxy for the Annual General Meeting

I/We, (Note 1) \_\_\_\_\_  
of (Note 1) \_\_\_\_\_  
being the registered holder(s) of (Note 2) \_\_\_\_\_ shares of the above  
named Company, HEREBY APPOINT the Chairman of the Annual General Meeting or any adjournment thereof (the "Meeting"),  
or (Note 3) \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to act for me/us at the Meeting to be held at No. 160, Weikun Street, Hangzhou Economic and Technical Development Zone, Hangzhou, Zhejiang Province,  
the PRC on Monday, 3 June 2024 at 4:00 p.m. for the purpose of considering and, if thought fit, passing with or without modifications, the resolutions set out in the notices  
convening the Meeting (dated 19 April 2024 and 20 May 2024, respectively) and at the Meeting to vote for me/us and in my/our name(s) in respect of such resolutions as  
hereunder indicated and, if no such indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTIONS	FOR (Note 4)	AGAINST (Note 4)
1.	To receive, consider and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company and auditors for the year ended 31 December 2023.		
2.	(a) To re-elect Dr. Zhao Wei as a non-executive director of the Company.		
	(b) To re-elect Mr. Meng Fanjie as a non-executive director of the Company.		
	(c) To re-elect Mr. Pun Tit Shan 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.		
	(e) To re-elect Mr. Qu Hongliang as an executive director of the Company.		
3.	To re-appoint Baker Tilly Hong Kong Limited as auditors and to authorise the board of directors of the Company to fix their remuneration.		
4.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares of the Company.*		
5.	To grant a general mandate to the directors of the Company to repurchase shares in the capital of the Company.*		
6.	Subject to the passing of Resolutions 4 and 5, to extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares of the Company by an amount not exceeding the amount of the shares repurchased by the Company.*		

Signature(s): (Note 7) \_\_\_\_\_

Dated \_\_\_\_\_ 2024

**Notes:**

- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s). If no number is inserted, this revised form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, strike out the words **"THE CHAIRMAN OF THE ANNUAL GENERAL MEETING OR ANY ADJOURNMENT THEREOF (THE "MEETING"), or"** (herein stated) and insert the name and address of the proxy desired in the space provided in **BLOCK CAPITALS**. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY ONE OF THE RESOLUTIONS, PLEASE INDICATE WITH A TICK "✓" IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY ONE OF THE RESOLUTIONS, PLEASE INDICATE WITH A TICK "✓" IN THE RELEVANT BOX MARKED "AGAINST".** Failure to complete the box will entitle your proxy to cast your vote at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to the notices convening the Meeting.
- The register of members of the Company will be closed from Wednesday, 29 May 2024 to Monday, 3 June 2024 with both days inclusive. In order to qualify for attending and voting at the Annual General Meeting, all transfer documents should be lodged for registration with the Company's registrar (the "Share Registrar"), Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before 4:30 p.m., Tuesday, 28 May 2024.
- In order to be valid, this revised form of proxy together with the power of attorney (if any) or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be lodged at the Company's registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or the adjourned Meeting.
- This revised form of proxy must be signed by a shareholder of the Company, or his/her attorney duly authorised in writing or, if the shareholder is a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorised.
- In case of joint holders, the vote of the senior who tenders a vote whether in person or by proxy, shall be accepted on the exclusion of the votes of the other joint holders, and for this purpose, seniority will be determined by the order in which the name stands first register in respect of the joint holding.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and delivery of this revised form of proxy will not preclude you from attending and voting at the Meeting. In such event, the instrument appointing a proxy shall be deemed to be revoked.
- ANY ALTERATION MADE TO THIS REVISED FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- The Company is adopting special arrangements in respect of the Annual General Meeting (details set out in the Company's circular dated 19 April 2024. Shareholders may attend, participate and vote at the Meeting in person or via by visiting the website <https://meetings.computershare.com/CPMCAGM2024> details of which are set out in the Company's circular dated 19 April 2024.
- If you have not yet lodged the form of proxy accompanying the circular of the Company dated 19 April 2024 (the "Original Proxy Form") with the Share Registrar, you are requested to lodge this revised form of proxy (the "Revised Proxy Form") if you wish to appoint proxy(ies) to attend, speak and vote at the Meeting on your behalf. In this case, the Original Proxy Form should not be lodged with the Share Registrar.
- If you have already lodged the Original Proxy Form with the Share Registrar, you should note that:
  - if no Revised Proxy Form is lodged with the Share Registrar, the Original Proxy Form will be treated as a valid form of proxy lodged by him/her if correctly completed. The proxy so appointed by the Shareholder shall be required to vote in such manner as he/she/it may be directed under the Original Proxy Form and, in respect of the New Resolution for the re-election of Mr. Qu Hongliang as an executive Director, the proxy will be entitled to vote at his/her discretion;
  - if the Revised Proxy Form is lodged with the Share Registrar not less than 48 hours before the time appointed for the holding of the Annual General Meeting or any adjourned meeting (as the case may be), the Revised Proxy Form, if correctly completed, will revoke and supersede the Original Proxy Form previously lodged by him/her. The Revised Proxy Form will be treated as a valid form of proxy lodged by the Shareholder; and
  - if the Revised Proxy Form is lodged with the Share Registrar less than 48 hours before the time appointed for the holding of Annual General Meeting or any adjourned meeting (as the case may be), or if lodged not less than 48 hours before the time appointed for the holding of Annual General Meeting or any adjourned meeting (as the case may be) but is incorrectly completed, the proxy appointment under the Revised Proxy Form will be invalid. The proxy so appointed by the Shareholder under the Original Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (a) above as if no Revised Proxy Form was lodged with the Share Registrar.
- PERSONAL INFORMATION COLLECTION STATEMENT**
- "Personal Data" in this form of proxy has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) ("PDPO"), which includes your name and address and those of your proxy.
- The supply of your Personal Data and that of your proxy to the Company is on a voluntary basis and such data will be used for processing your instructions as stated in this form of proxy.
- Your Personal Data and that of your proxy will be disclosed or transferred to the Share Registrars of the Company, their respective agents or contractors, or any other third party service providers of the Company for the purpose of processing your instructions as stated in this form of proxy, or if required to do so by law, for example, in response to a court order or a law enforcement agency's request and will be 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 and your appointed proxy have the right to request access to and/or to correct the respective Personal Data in accordance with the provisions of the PDPO. Any such request should be in writing by mail to the Personal Data Privacy Officer of Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, or by email to [khinfo@computershare.com.hk](mailto:khinfo@computershare.com.hk).

\* The full text of these Resolutions are set out in the Notice of the Annual General Meeting.