



# E-HOUSE (CHINA) ENTERPRISE HOLDINGS LIMITED

## 易居(中國)企業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2048)

### PROXY FORM FOR ANNUAL GENERAL MEETING

**Form of proxy for use at the annual general meeting of E-House (China) Enterprise Holdings Limited (the “Company”) to be held physically at Conference Room, 1/F, Yinli Building, 383 Guangyan Road, Jing’an District, Shanghai, China on Friday, 14 June 2024 at 11:00 a.m. (the “Meeting”).**

I/We,<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ shares<sup>2</sup> of US\$0.00001 each in the capital of the Company, hereby appoint<sup>3</sup> the chairman of the Meeting or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and vote for me/us and on my/our behalf at the Meeting to be held physically at Conference Room, 1/F, Yinli Building, 383 Guangyan Road, Jing’an District, Shanghai, China on Friday, 14 June 2024 at 11:00 a.m. and at any adjournment thereof on the undermentioned resolutions as indicated:

ORDINARY RESOLUTIONS <sup>4</sup>		For <sup>5</sup>	Against <sup>5</sup>
1.	To receive the audited consolidated financial statements of the Company and the reports of the directors (the “Directors”) and auditor of the Company for the year ended 31 December 2023.		
2(a).	to re-elect Mr. Huang Canhao as an executive Director.		
2(b).	to re-elect Dr. Ding Zuyun as an executive Director.		
2(c).	to re-elect Ms. Jiang Shanshan as a non-executive Director.		
2(d).	to re-elect Dr. Yang Yong as a non-executive Director.		
2(e).	to re-elect Mr. Chen Daiping as a non-executive Director.		
3.	To authorize the board of Directors (the “Board”) to fix the respective Directors’ remuneration.		
4.	To re-appoint Zhonghui Anda CPA Limited as the auditor of the Company and to authorize the Board to fix its remuneration.		
5.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the number of issued shares of the Company as at the date of passing of this resolution.		
6.	To grant a general mandate to the Directors to allot, issue and deal with new shares of the Company not exceeding 20% of the number of the issued shares of the Company as at the date of passing of this resolution.		
7.	To extend the general mandate granted to the Directors to allot, issue and deal with new shares of the Company by adding the number of issued shares repurchased by the Company.		
SPECIAL RESOLUTION <sup>4</sup>		For <sup>5</sup>	Against <sup>5</sup>
8.	To approve the proposed amendments to the second amended and restated memorandum and articles of association of the Company and to adopt the third amended and restated memorandum and articles of association of the Company.		

Dated the \_\_\_\_\_ day of \_\_\_\_\_ 2024

Signature<sup>6</sup>: \_\_\_\_\_

**Notes:**

- (1) Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- (2) 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 Company registered in your name(s).
- (3) If any proxy other than the Chairman is preferred, delete the words “the Chairman of the Meeting” and insert the name and address of the proxy desired in the space provided. Any alteration made to this form of proxy must be initialled by the person(s) who signs it.
- (4) The full text of the resolutions is set out in the notice of the Meeting.
- (5) Please indicate with an “√” in the appropriate space beside each of the resolutions how you wish the proxy to vote on your behalf on a poll.
- (6) This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorised.
- (7) In the case of joint holders, 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. For this purpose seniority is determined by the order in which the names stand in the register of members in respect of the joint holding.
- (8) To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority shall be deposited at the Company’s share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not less than 48 hours before the time for holding the Meeting (i.e. before 11:00 a.m. on Wednesday, 12 June 2024) or any adjourned Meeting.
- (9) A proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- (10) The Chairman of the Meeting will demand a poll on each of the resolutions submitted for determination at the Meeting. On a poll, every member present in person or by a duly authorised corporate representative or by proxy shall have one vote for every share held by him/her. The results of the poll will be published on websites of the Company and The Stock Exchange of Hong Kong Limited following the Meeting.