



# Haichang Ocean Park Holdings Ltd.

## 海昌海洋公園控股有限公司

(incorporated under the laws of the Cayman Islands with limited liability)  
(Stock Code: 2255)

### FORM OF PROXY FOR THE ANNUAL GENERAL MEETING FOR THE YEAR 2023 TO BE HELD ON 28 JUNE 2024

I/We<sup>(Note 1)</sup> \_\_\_\_\_  
of<sup>(Note 1)</sup> \_\_\_\_\_  
being the registered holder(s) of<sup>(Note 2)</sup> \_\_\_\_\_ shares (the "Shares") of US\$0.0001 each in the capital of Haichang Ocean Park Holdings Ltd. (the "Company") hereby appoint<sup>(Note 3)</sup> \_\_\_\_\_  
of<sup>(Note 3)</sup> \_\_\_\_\_

or failing him/her, the chairman of the Annual General Meeting (as defined below) as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting to be held at Large Meeting Room, 31st Floor, Building A, Foreshore Beach World Trade Centre Phase 1, No. 4, Lane 255, Dongyu Road, Pudong New District, Shanghai, the PRC on Friday, 28 June 2024 at 3:00 p.m. (the "Annual General Meeting") and at any adjournment thereof for the purpose of considering and, if thought fit, passing with or without modification, the resolutions as set out in the notice of the Annual General Meeting and to vote on my/our behalf as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit. My/Our proxy will also be entitled to vote on any matters properly put to the Annual General Meeting in such manner as he/she thinks fit.

Ordinary Resolutions <sup>(Note 4)</sup>		For <sup>(Note 5)</sup>	Against <sup>(Note 5)</sup>
1	To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors of the Company (the "Directors") and independent auditor of the Company for the year ended 31 December 2023.		
2	(A) (i) To re-elect Mr. Qu Naijie as an executive Director;		
	(ii) to re-elect Mr. Li Kehui as an executive Director;		
	(iii) to re-elect Mr. Go Toutou (former name Mr. Wu Tongtong) as a non-executive Director;		
	(iv) to re-elect Mr. Wang Jun as an independent non-executive Director; and		
	(v) to re-elect Ms. Shen Han as an independent non-executive Director.		
(B)	To authorise the board of Directors (the "Board") to fix the remuneration of the Directors.		
3	To re-appoint Ernst & Young as independent auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix the auditor's remuneration for the year ending 31 December 2024.		
4	(A) To give a general mandate to the Directors to allot, issue, grant, distribute and deal in additional shares and to sell and transfer any treasury shares of the Company not exceeding 20% of the number of Shares in the issued share capital of the Company (excluding treasury shares) (the "Issue Mandate").		
	(B) To give a general mandate to the Directors to repurchase Shares not exceeding 10% of the number of Shares in the issued share capital of the Company (excluding treasury shares).		
	(C) To extend the Issue Mandate by the number of Shares in the issued share capital of the Company repurchased by the Company.		
Special Resolution <sup>(Note 4)</sup>			
5	To approve the proposed amendments to the 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 this \_\_\_\_\_ day of \_\_\_\_\_, 2024

Shareholder's signature(s)<sup>(Note 6)</sup> \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) shall be inserted in BLOCK CAPITALS. The names of all joint holders should be stated.
- Please insert the number of shares registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all shares in the capital of the Company registered in your name(s).
- Full name(s) and address(es) of the proxy desired shall be inserted in BLOCK CAPITALS. If not completed, the chairman of the Annual General Meeting will act as your proxy. If you are a shareholder who is entitled to attend and vote at the meeting, you are entitled to appoint a proxy or, if you are holding more than one share, proxies to attend instead of you and to vote on your behalf on a poll. As a matter of law, you have the right to appoint separate proxies to represent respectively such number of the shares you hold as you may specify in this proxy form. You are entitled to appoint a proxy of your own choice.
- The above description of the proposed resolutions is by way of summary only. The full text appears in the notice of the Annual General Meeting.
- 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/its discretion. Your proxy will also be entitled to vote at his/her/its discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting (including amendments to resolutions which may be properly put to the meeting).
- The instrument appointing a proxy shall be in writing and shall be executed under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
- In the case of joint holders of any share, any one of such persons may vote at the above Annual General Meeting, either personally or by proxy, in respect of such share as if he/she were solely entitled thereto. However, if more than one of such joint holders be present at the above Annual General Meeting personally or by proxy, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share.
- To be valid, this form of proxy must be completed, signed and deposited at the Hong Kong share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof), not less than 48 hours before the time for holding the Annual General Meeting (or any adjourned meeting thereof). The completion and deposit 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.
- All the resolutions set out in this form of proxy shall be decided by poll.
- A proxy need not be a shareholder of the Company but must attend the Annual General Meeting in person to represent you.

#### PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Annual General Meeting (the "Purposes"). We may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company/Tricor Investor Services Limited at the above address.