

**FORM OF PROXY FOR 2023 ANNUAL GENERAL MEETING**

Number of shares to which this proxy form relates <sup>(Note 1)</sup>	
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I/We <sup>(Note 2)</sup> \_\_\_\_\_

of \_\_\_\_\_

being the registered holder(s) of Legend Holdings Corporation (the "Company"), hereby appoint <sup>(Note 3)</sup> \_\_\_\_\_

of \_\_\_\_\_

or failing him/her, the Chairman of the meeting as my/our proxy to attend and vote on my/our behalf at 2023 annual general meeting (and any adjournment thereof) (the "2023 AGM") of the Company to be held at 2:00 p.m. on Thursday, June 27, 2024 at B-17, Raycom Info Tech Park, No. 2 Ke Xue Yuan South Road, Haidian District, Beijing, PRC. I/We direct that my/our vote(s) be cast on the specified resolutions as indicated by an "✓" in the appropriate boxes. In case of no instructions, the proxy may vote on below resolutions at his/her own discretion. Unless the context requires otherwise, capitalized terms used herein shall have the same meanings ascribed to them in the circular of the Company dated May 31, 2024.

ORDINARY RESOLUTIONS		FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>	ABSTAIN <sup>(Note 4)</sup>
1.	To consider and approve the Directors' report of the Company for the year ended December 31, 2023 (details of which are set out in the 2023 annual report of the Company).			
2.	To consider and approve the Supervisors' report of the Company for the year ended December 31, 2023 (details of which are set out in the 2023 annual report of the Company).			
3.	To consider and approve the audited financial statements and independent auditor's report of the Company and its subsidiaries for the year ended December 31, 2023 (details of which are set out in the 2023 annual report of the Company).			
4.	To consider and approve the profit distribution plan of the Company for the year ended December 31, 2023 (i.e. no dividend being proposed) (details of which are set out in the circular of the Company dated May 31, 2024).			
5.	To consider and approve the resolutions in respect of the election of the fourth session of the Board of the Company:			
	5.1) the re-election of Mr. NING Min as an Executive Director			
	5.2) the re-election of Mr. LI Peng as an Executive Director			
	5.3) the re-election of Mr. ZHU Linan as a Non-executive Director			
	5.4) the re-election of Mr. ZHAO John Huan as a Non-executive Director			
	5.5) the election of Ms. CHEN Jing as a Non-executive Director			
	5.6) the election of Ms. YANG Hongmei as a Non-executive Director			
	5.7) the re-election of Ms. HAO Quan as an Independent Non-executive Director			
	5.8) the re-election of Mr. YIN Jian'an as an Independent Non-executive Director			
	5.9) the election of Mr. YUAN Li as an Independent Non-executive Director			
6.	To consider and approve the resolutions in respect of the election of the fourth session of the Board of Supervisors of the Company (excluding staff representative Supervisors):			
	6.1) the re-election of Mr. LUO Cheng as the Shareholder representative Supervisor			
	6.2) the election of Ms. PEI Xiaofeng as the Shareholder representative Supervisor			
7.	To consider and approve the granting of authority to the Board to determine the remuneration for the Directors of the fourth session of the Board and the Supervisors of the fourth session of the Board of Supervisors of the Company.			
8.	To consider and approve the re-appointment of PricewaterhouseCoopers as the independent auditor of the Company for the year 2024 to hold office until the conclusion of the 2024 annual general meeting of the Company and to authorize the Board to determine its remuneration.			

SPECIAL RESOLUTIONS		FOR <sup>(Note 4)</sup>	AGAINST <sup>(Note 4)</sup>	ABSTAIN <sup>(Note 4)</sup>
9.	To consider and approve the Proposed Amendments to the Articles of Association (details of which are set out in the circular of the Company dated May 31, 2024).			
10.	To consider and approve the Proposed Amendments to the rules of procedure of the Shareholders' General Meetings (details of which are set out in the circular of the Company dated May 31, 2024).			
11.	To consider and approve the Proposed Amendments to the rules of procedure of the Board of Directors (details of which are set out in the circular of the Company dated May 31, 2024).			
12.	To consider and approve the Proposed Amendments to the rules of procedure of the Board of Supervisors (details of which are set out in the circular of the Company dated May 31, 2024).			
13.	To consider and approve the resolution in relation to the grant of a general mandate to the Board to issue the Shares of the Company (including any sale and transfer as the Treasury Shares), (a) 20% of each of the Domestic Shares and H Shares in issue of the Company as at the date of the passing of this resolution and (b) subject to the Proposed Amendments to the Articles of Association becoming effective, 20% of the total number of issued Shares of the Company as at the date of the passing of this resolution (details of which are set out in the circular of the Company dated May 31, 2024).			
14.	To consider and approve the resolution in relation to the grant of a general mandate to the Board to repurchase H Shares of the Company (details of which are set out in the circular of the Company dated May 31, 2024).			

Date: \_\_\_\_\_

Signature <sup>(Note 5)</sup>: \_\_\_\_\_

*Notes:*

- If no number is inserted, this form of proxy will be deemed to be related to all the shares of the Company registered in your names.
- Full name(s) and address(es) of shareholders to be inserted in **BLOCK CAPITALS** as shown in the register of members of the Company.
- Please insert the name and address of the proxy. If no name is inserted, the Chairman of the 2023 AGM will act as your proxy. A shareholder may appoint one or more proxies to attend the 2023 AGM and vote for him. The proxy need not be a member of the Company but must attend the 2023 AGM in person to represent you. Any alteration made to this proxy form must be initialled by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "ABSTAIN".** If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his/her discretion or to abstain. Your proxy will also be entitled to vote at his/her discretion or to abstain on any resolution properly put to the 2023 AGM other than those referred to in the notice convening the 2023 AGM.
- The full descriptions of the resolutions to be proposed for consideration and approval at the 2023 AGM are set out in the circular of the Company dated May 31, 2024 which is also available on the website of the Company at [www.legendholdings.com.cn](http://www.legendholdings.com.cn). This form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of its legal representative, director(s) or duly authorised attorney(s) to it.
- In the case of joint holders of any share, any one of such joint holders may vote at the 2023 AGM, either personally or by proxy, in respect of such shares as if he was solely entitled thereto. However, if more than one of such joint holders is present at the 2023 AGM, personally or by proxy, the vote of the joint holder whose name stands first in the register of members and who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s).
- To be valid, the form of proxy must be lodged with the Company's H share registrar, Link Market Services, at Suite 1601, 16/F., Central Tower, 28 Queen's Road Central, Hong Kong (for H shareholders of the Company) or the Company at B-17, Raycom Info Tech Park, No. 2 Ke Xue Yuan South Road, Haidian District, Beijing 100190, PRC (for domestic shareholders of the Company) not less than 24 hours prior to the holding of the 2023 AGM. If the form of proxy is signed by another person under a power of attorney or other authorization documents given by the appointer, such power of attorney or other authorization documents shall be notarized. The notarized power of attorney or other authorization documents shall, together with the form of proxy, be deposited at the specified place at the time set out in such form of proxy. Completion and return of the form of proxy will not preclude you from attending and voting in person at the 2023 AGM or at any other adjourned meeting should you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.

**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 ("PDPO").
- Your supply of Personal Data to the Company is on a voluntary basis. If you fail to provide sufficient information, the Company may not be able to process your appointment of proxy and instructions.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, the Share Registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing and sent to the Personal Data Privacy Officer of the Share Registrar by post or by email to [hkenquiries@linkmarketservices.com](mailto:hkenquiries@linkmarketservices.com).