比亞迪股份有限公司

BYD COMPANY LIMITED

(A joint stock company incorporated in the People's Republic of China with limited liability)

Stock Code: 01211 (HKD counter) and 81211 (RMB counter)

Proxy form for holders of H Shares for use at the extraordinary general meeting (the "EGM") to be held on Tuesday, 29 September 2026 or any adjournment thereof

I/We *(note 1)* ____

of ____ *(note 1)*

being the registered holders of ______________________ *(note 2)* H shares in **BYD COMPANY LIMITED** (the "**Company**"),

HEREBY APPOINT *(note 3)* the Chairman of the meeting, or ______________________

of ____

or failing him ____

of ____

as my/our proxy to attend and act for me/us at the EGM of the Company to be held on Tuesday, 29 September 2026 at 10:00 a.m. (or any adjournment thereof) at the Company's Conference Room, No. 3009, BYD Road, Pingshan District, Shenzhen, the People's Republic of China and to vote at such meeting in respect of the resolutions as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

	Resolutions	**For** *(note 4)*	**Against** *(note 4)*	**Abstain** *(note 4)*
By way of special resolution:				
1.	To consider and approve the proposed amendments to the Articles of Association.			
By way of ordinary resolutions:				
2.	To consider and approve the resolutions in respect of the election of a new session of the board ("**Board**") of directors of the Company (the "**Directors**") – election of non-independent Directors:	Cumulative Voting *(note 5)* (Please insert the number of votes for 2(a) to 2(e) below)		
	(a) the re-election of Mr. Wang Chuan-fu as an executive Director for a term of 3 years with effect from the date of approval of the appointment resolution by the Shareholders at the EGM and the Company be and is hereby authorized to enter into a service contract with Mr. Wang Chuan-fu upon such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such re-election;			
	(b) the re-election of Mr. Lv Xiang-yang as a non-executive Director for a term of 3 years with effect from the date of approval of the appointment resolution by the Shareholders at the EGM and the Company be and is hereby authorized to enter into a service contract with Mr. Lv Xiang-yang upon such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such re-election;			
	(c) the re-election of Mr. Xia Zuo-quan as a non-executive Director for a term of 3 years with effect from the date of approval of the appointment resolution by the Shareholders at the EGM and the Company be and is hereby authorized to enter into a service contract with Mr. Xia Zuo-quan upon such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such re-election;			
	(d) the appointment of Mr. Cai Hong-ping as a non-executive Director for a term of 3 years with effect from the date of approval of the appointment resolution by the Shareholders at the EGM and the Company be and is hereby authorized to enter into a service contract with Mr. Cai Hong-ping upon such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such appointment; and			
	(e) the appointment of Mr. Li Yong-zhao as a non-executive Director for a term of 3 years with effect from the date of approval of the appointment resolution by the Shareholders at the EGM and the Company be and is hereby authorized to enter into a service contract with Mr. Li Yong-zhao upon such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such appointment.			

	Resolutions	For *(note 4)*	Against *(note 4)*	Abstain *(note 4)*
3.	To consider and approve the resolutions in respect of the election of a new session of the Board – election of independent non-executive Directors:	Cumulative Voting *(note 5)* (Please insert the number of votes for 3(a) to 3(c) below)		
	(a) the appointment of Mr. Li Gang as an independent non-executive Director for a term of 3 years with effect from the date of approval of the appointment resolution by the Shareholders at the EGM and the Company be and is hereby authorized to enter into a service contract with Mr. Li Gang upon such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such appointment;			
	(b) the re-election of Ms. Yu Ling as an independent non-executive Director for a term of 3 years with effect from the date of approval of the appointment resolution by the Shareholders at the EGM and the Company be and is hereby authorized to enter into a service contract with Ms. Yu Ling upon such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such re-election; and			
	(c) the appointment of Mr. Xu Tu as an independent non-executive Director for a term of 3 years with effect from the date of approval of the appointment resolution by the Shareholders at the EGM and the Company be and is hereby authorized to enter into a service contract with Mr. Xu Tu upon such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such appointment.			
4.	To consider and approve the resolution in respect of the fixing of the remuneration of the Directors of the ninth session of the Board.			
5.	To consider and approve the proposed provision of asset pooling business and external guarantees by the Company and its controlled subsidiaries.			

Date: ________________________________ Signature(s) *(note 5)*: ________________________________

Notes:

1. Please insert full name(s) and address(es) in BLOCK CAPITALS.

2. Please indicate clearly the number of H shares in the Company registered in your name(s) in respect of which the proxy is so appointed. If no such number is inserted, the proxy will be deemed to be appointed in respect of all the H shares in the Company registered in your name(s).

3. Where the proxy appointed is not the Chairman of the meeting, please cross out "the Chairman of the meeting, or", and fill in the name(s) and address(es) of the proxy in the space provided. Each shareholder is entitled to appoint one or more than one proxy to attend and vote at the meeting on his behalf. The proxy need not be a member of the Company. The person who signs this proxy form shall initial against any alteration in it.

4. Important: if you wish to vote for any resolution, tick in the box marked "For". If you wish to vote against any resolution, tick in the box marked "Against". If you wish to abstain from voting in respect of any resolution, tick in the box marked "Abstain", and your voting will be counted in the total number of votes cast in that resolution for the purpose of calculating the result of that resolution. Failure to tick any box will entitle your proxy to cast your vote at his discretion.

5. In respect of the resolutions 2(a) to 2(e) and 3(a) to 3(c) related to the election of non-independent Directors and independent non-executive Directors, cumulative voting system shall be adopted. Each shareholder is entitled to a number of votes equal to the number of Directors to be elected under the corresponding group of resolution for every share held by such shareholder.

   The total number of votes to which each shareholder is entitled for the re-election of non-independent Directors equals to the number of shares held by such shareholder times 5. A shareholder can split his votes equally or in any other proportion he desires among the five non-independent Director candidates, provided that the total number of votes shall not exceed the number of shares held by such shareholder times 5.

   The total number of votes to which each shareholder is entitled for the election of independent non-executive Directors equals to the number of shares held by such shareholder times 3. A shareholder can split his votes equally or in any other proportion he desires among the three independent non-executive Director candidates, provided that the total number of votes shall not exceed the number of shares held by such shareholder times 3.

   No ballot will be cast "For", "Against" and "Abstain" in cumulative voting. You are requested to fill in the corresponding number of votes in the "Cumulative Voting" column against the name of each candidate. The lowest votes will be nil and the highest will be the maximum number of votes under each group of resolution, and does not need to be the integral multiples of the number of shares held by you. If you mark "✓" in the blank against the name of each candidate, you will be deemed to cast your total number of votes equally amongst the corresponding candidates.

   Where the votes cast for a particular candidate for Director are more than half of the total number of shares held by all Shareholders attending (before cumulation), such candidate shall be re-elected or elected as a Director.

6. This form of proxy must be signed by you or your attorney duly authorised in writing (in this case, the power of attorney must be notarially certified) or, in the case of a corporation or institution, either under the corporate seal or under the hand of the chairman of its board of directors or attorney duly authorised in writing.

7. To be valid, this proxy form and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointor, a notarially certified copy of that power of attorney or other authority (if applicable), must be deposited for the holders of H Shares of the Company at the following address of Computershare Hong Kong Investor Services Limited not less than 24 hours before the time appointed for the holding of the meeting (i.e. not later than 10:00 a.m. on Monday, 28 September 2026, Hong Kong time).

   Computershare Hong Kong Investor Services Limited's address is:
   17M Floor, Hopewell Centre
   183 Queen's Road East
   Wanchai
   Hong Kong

8. Any alteration made to this proxy form must be initialled by the person(s) who sign it.