# 南京熊猫電子股份有限公司
# NANJING PANDA ELECTRONICS COMPANY LIMITED

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

(Stock Code: 00553)

## PROXY FORM FOR THE FIRST EXTRAORDINARY GENERAL MEETING IN 2026

| No. of shares authorized by me (Note 1) | |
|---|---|

I/We (Note 2), _____ of _____ _____ , being a member of Nanjing Panda Electronics Company Limited (the "**Company**") and the holder of _____ A Shares/H Shares (Note 3), **HEREBY APPOINT THE CHAIRMAN OF THE MEETING**, or _____ of _____ (Note 4) as my proxy to attend and vote at the 2026 first extraordinary general meeting of the Company (the "**EGM**") to be held at the Conference Room, 7 Jingtian Road, Nanjing, the People's Republic of China on Friday, 4 December 2026 at 2:30 p.m. The proxy/proxies are authorized to vote on the resolutions according to the following instructions. In the absence of instructions, the proxy/proxies shall vote for or against the resolutions at their discretion.

| **Resolution of Non-Cumulative Voting** | | | | |
|---|---|---|---|---|
| **SPECIAL RESOLUTIONS** | | **For** (Note 5) | **Against** (Note 5) | **Abstain** (Note 5) |
| 1. | To consider the resolution on amendments to certain articles of the Articles of Association of the Company, and to authorize the Company's management to deal with the specific matters relating to the amendments to certain articles of the Articles of Association | | | |
| 2. | To consider the resolution on amendments to the Procedural Rules of Shareholders' Meeting of the Company | | | |
| 3. | To consider the resolution on amendments to the Procedural Rules of the Board of Directors of the Company | | | |
| | **ORDINARY RESOLUTION** | **For** (Note 5) | **Against** (Note 5) | **Abstain** (Note 5) |
| 4. | The resolution on the appointment of accounting firm for the year 2026 | | | |

| **Resolution of Cumulative Voting** | | |
|---|---|---|
| **ORDINARY RESOLUTIONS** | | **Number of Votes Cast** (Note 9) |
| 5 | To consider the resolution in relation to election of directors of the eleventh session of the Board of the Company | |
| | 5.01 To consider the election of Lu Bin as an executive director of the eleventh session of the Board of the Company, whose term of office shall be concurrent with that of the eleventh session of the Board and shall take effect from the date on which the resolution is approved at the shareholders' meeting | |
| | 5.02 To consider the election of Wan Lei as an executive director of the eleventh session of the Board of the Company, whose term of office shall be concurrent with that of the eleventh session of the Board and shall take effect from the date on which the resolution is approved at the shareholders' meeting | |

Date: _____ 2026 Signature: _____

*Notes:*

1. Please insert the number of A-shares/H-shares registered in your name(s) and to which the proxy form relates. If no such number is inserted, this proxy form shall be deemed to relate to all the shares of the Company registered in your name(s).

2. Please write in block letters the full name(s) and address(es) as registered in the register of members.

3. Please insert the number of A-shares/H-shares registered in your name(s) and delete where inapplicable.

4. If any proxy other than the chairman of the meeting is preferred, strike out "**THE CHAIRMAN OF THE MEETING,** or" and insert the name(s) and address(es) of the proxy/proxies in the space provided in block letters. Shareholders may appoint one or more proxies to attend the EGM and to vote thereat. The proxy/proxies need(s) not be shareholder(s) of the Company. Any alteration made to the proxy form must be initialed by the signatory(ies).

5. Please note that if you would like to vote for a resolution, please put a "✓" in the "For" column; if you would like to vote against a resolution, please put a "✓" in the "Against" column; and if you would like to abstain from voting on a resolution, please put a "✓" in the "Abstain" column. If no instruction is given, the proxy/proxies is/are authorized to vote at his/her/their discretion. The shares abstained will not be counted in the calculation of the required majority.

6. The proxy form or other power of attorney must be duly signed by you or your attorney duly authorized in writing. If the appointer is a legal person, the proxy form shall bear the stamp of the legal person or duly signed by its director(s) or duly authorized representative(s). If the appointer is a joint holder, the proxy form shall be signed by the shareholder whose name stands first among such joint shareholders in the register of members.

7. If the proxy form is signed by a person authorized by the appointer, the power of attorney or other authority under which it is signed must be notarized by a notary public. Such notarized power of attorney or other authority together with the proxy form must be deposited at the address of the Company (in respect of A-shares) or at the address of the H-Share registrar of the Company, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (in respect of H-shares) not less than 24 hours before the time appointed for the holding of the EGM in order to be valid.

8. The proxy form shall not preclude the appointer from attending the EGM in person and to vote thereat. In such event, the appointment of the original proxy/proxies will be void.

9. For each of the resolutions of cumulative voting (i.e. resolutions Nos. 5.01 and 5.02 of the abovementioned resolutions), the total number of votes to which you are entitled for each share held by yourself shall be equal to the number of directors to be elected under that particular group of resolutions. Your voting shall be confined to the number of votes to which you are entitled in respect of each group of resolutions. You may cast your votes on one candidate or on different candidates in any combination. Failure to mark numbers in any relevant boxes will entitle your proxy to cast your vote at his/her discretion.

   (a) With one director to be elected under resolution No. 5.01, you shall be entitled to a total of one vote for each share held by yourself. You may cast your vote in favour of one candidate, subject to the situation where the number of votes to be cast shall be confined to one for one share held by yourself.

   (b) With one director to be elected under resolution No. 5.02, you shall be entitled to a total of one vote for each share held by yourself. You may cast your vote in favour of one candidate, subject to the situation where the number of votes to be cast shall be confined to one for one share held by yourself.