



## ZHEJIANG SHIBAO COMPANY LIMITED\*

### 浙江世寶股份有限公司

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

(Stock Code: 1057)

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

☆ I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ ☆ A Shares/H Shares<sup>2</sup> (the “Shares”) of RMB1.00 each  
in the share capital of Zhejiang Shibao Company Limited\* (the “Company”), HEREBY APPOINT the Chairman of the annual general  
meeting of the Company (“AGM”) or<sup>3</sup> \_\_\_\_\_  
of \_\_\_\_\_  
as ☆ my/our proxy to attend and vote for ☆ me/us and act on ☆ my/our behalf at the AGM (and at any adjourned meetings thereof) of  
the Company to be held at the conference room of the Company on the 3rd Floor of Office Building No. 6, 17th Avenue, Hangzhou  
Economic and Technological Development Zone, Hangzhou, Zhejiang Province, China on 17 June 2024 (Monday) at 2:00 p.m. for the  
purpose of considering and, if thought fit, passing the following resolutions as set out in the notice convening the AGM and at the AGM  
(and at any adjourned meetings thereof) to vote for ☆ me/us in ☆ my/our name(s) in respect of the said resolutions as hereunder  
indicated or, if no such indication is given, as ☆ my/our proxy thinks fit. Unless otherwise indicated, capitalised terms defined in the  
circular of the Company dated 20 May 2024 shall have the same meanings when used herein.

RESOLUTIONS		FOR <sup>4</sup>	AGAINST <sup>4</sup>	ABSTAIN <sup>4</sup>
1.	To consider and approve the Company's 2023 Audit Report. <b>(ordinary resolution)</b>			
2.	To consider and approve the Company's 2023 Annual Report, Summary of Annual Report and results announcement. <b>(ordinary resolution)</b>			
3.	To consider and approve the Company's 2023 Work Report of the board (“Board”) of directors (the “Directors”) of the Company. <b>(ordinary resolution)</b>			
4.	To consider and approve the Company's 2023 Profit Distribution Proposal: to declare a cash dividend of RMB20,000,000.00 (tax inclusive) in total. <b>(ordinary resolution)</b>			
5.	To consider and approve the Company's 2023 Corporate Governance Report. <b>(ordinary resolution)</b>			
6.	To consider and approve the remuneration proposal for Directors and supervisors of the Company (the “Supervisors”) for 2024: remuneration to Directors and Supervisors for 2024 does not exceed RMB4,500,000 (before tax) in total; and to authorize the Board to determine their respective remuneration. <b>(ordinary resolution)</b>			
7.	To consider and approve the re-appointment of Pan-China Certified Public Accountants LLP as the Company's audit institution for 2024 to hold offices until the conclusion of the next annual general meeting, and to authorize the Board to determine their remuneration. <b>(ordinary resolution)</b>			
8.	To consider and approve the Company's 2023 Work Report of the supervisory committee of the Company (“Supervisory Committee”). <b>(ordinary resolution)</b>			
9.	To consider and approve the Proposed Amendments to the Articles of Association. <b>(special resolution)</b>			
10.	To consider and approve the amendments to the Rules of Procedures for the Shareholders General Meeting. <b>(special resolution)</b>			
11.	To consider and approve the amendments to the Rules of Procedures for the Board of Directors. <b>(special resolution)</b>			

☆ Please delete the inappropriate  
\* For identification purposes only

RESOLUTIONS		FOR <sup>4</sup>	AGAINST <sup>4</sup>	ABSTAIN <sup>4</sup>
12.	To consider and approve the amendments to the Rules of Procedures for the Supervisory Committee. <b>(special resolution)</b>			
13.	To consider and authorize the Board to issue A shares to specific targets by simplified procedure. <b>(special resolution)</b>			
14.	To consider and approve the future plan regarding return to Shareholders. <b>(ordinary resolution)</b>			
15.	To consider and approve the election of non-independent Directors of the 8th session of the Board <b>(ordinary resolution)</b>			
15.1	To re-elect Mr. Zhang Shi Quan as a non-executive Director.			
15.2	To re-elect Mr. Zhang Bao Yi as an executive Director.			
15.3	To re-elect Mr. Tang Hao Han as an executive Director.			
15.4	To re-elect Ms. Zhang Lan Jun as an executive Director.			
15.5	To elect Mr. Zhou Yu as an executive Director.			
15.6	To re-elect Mr. Zhang Shi Zhong as a non-executive Director.			
16.	To consider and approve the election of independent Directors of the 8th session of the Board <b>(ordinary resolution)</b>			
16.1	To elect Mr. Oh Haitao as an independent non-executive Director.			
16.2	To re-elect Mr. Gong Jun Jie as an independent non-executive Director.			
16.3	To re-elect Mr. Tsui Chun Shing as an independent non-executive Director.			
17.	To consider and approve the election of Supervisors of the 8th session of the Supervisory Committee <b>(ordinary resolution)</b>			
17.1	To elect Mr. Liu Gang as a shareholder representative Supervisor.			
17.2	To re-elect Mr. Zhang Zhi Long as an independent Supervisor.			
17.3	To re-elect Ms. Feng Yan as an independent Supervisor.			

Signature:<sup>5</sup> \_\_\_\_\_

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

*Notes:*

- Please insert full name(s) and address(es) in block letters. Please state the names of all joint registered holders.
- Please insert the number of and class of shares in the Company 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 the shares in the Company registered in your name(s).
- If any proxy other than the Chairman of the AGM is preferred, strike out the words “the Chairman of the AGM or” and insert the name and address of the proxy desired in the space provided. Each shareholder is entitled to appoint one or more proxies to attend and vote at the AGM. The proxy need not be a shareholder of the Company. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE DULY INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.
- IMPORTANT: If you wish to vote for any resolution, please tick 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, tick in the box marked “ABSTAIN”. Failure to do so will entitle your proxy to vote as he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
- This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a legal entity, must be either executed under its seal or under the hand of an officer, a representative or other attorney duly authorized to sign the same.
- To be valid, a 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 that power of attorney or other authority must be delivered to the Hong Kong H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (for holders of H Shares only), not less than 24 hours before the time appointed for holding the AGM or any adjourned meetings thereof.
- Where there are joint registered holders of any Share, any one of such joint registered holders may vote at the AGM, either in person or by proxy, in respect of such shares as if he/she were solely entitled thereto; but if more than one of such joint registered holders is present at the AGM in person or by proxy, that one of the said persons so present whose name stands first on the register in respect of such shares shall alone be entitled to vote in respect thereof.
- Submission of this form of proxy shall not preclude you from attending the AGM or any adjourned meetings thereof and voting in person should you so wish, but the appointment of the proxy will be revoked if you attend in person at the meeting.
- All resolutions at the AGM will be taken by poll.
- Shareholders of the Company or their proxies must present proof of their identities upon attending the AGM. Should a proxy be appointed, the proxy must also present copies of his/her form of proxy, or copies of appointing instrument and power of attorney, if applicable.