

CHINA EVERBRIGHT GREENTECH LIMITED

中國光大綠色環保有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1257)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON 23 MAY 2023

I/We^(Note 1) _____
of _____
being the registered holder(s) of^(Note 2) _____ ordinary share(s) of US\$0.10 each in the share capital of CHINA EVERBRIGHT GREENTECH LIMITED (the “Company”) hereby appoint the chairman of the annual general meeting of the Company, or^(Note 3) _____
of _____
as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company (the “Meeting”) to be held at Salon I & II, Mezzanine Floor, Grand Hyatt Hong Kong, 1 Harbour Road, Wan Chai, Hong Kong on Tuesday, 23 May 2023 at 3:00 p.m. and at any adjournment thereof for the purpose of considering and, if thought fit, passing the ordinary resolutions and a special resolution as set out in the notice convening the Meeting as indicated below or if no such indication is given, as my/our proxy thinks fit and in respect of any other business that may properly come before the Meeting and/or at any adjournment thereof^(Note 4);

Ordinary Resolutions		For ^(Note 4)	Against ^(Note 4)
1	To receive and consider the audited consolidated financial statements of the Company, the directors' report and the independent auditor's report for the year ended 31 December 2022.		
2(a)	(i) To re-elect Mr. HUANG Haiqing as a non-executive director of the Company;		
	(ii) To re-elect Mr. ZHU Fugang as an executive director of the Company;		
	(iii) To re-elect Mr. CHOW Siu Lui as an independent non-executive director of the Company;		
	(iv) To re-elect Mr. Philip TSAO as an independent non-executive director of the Company;		
	(v) To re-elect Prof. YAN Houmin as an independent non-executive director of the Company; and		
2(b)	To authorize the board of directors of the Company to fix the remuneration of the directors of the Company.		
3	To re-appoint Ernst & Young as auditor of the Company and to authorize the board of directors of the Company to fix its remuneration.		
4A	To grant a general mandate to the directors of the Company to allot and issue new shares of the Company*.		
4B	To grant a general mandate to the directors of the Company to buy back shares of the Company*.		
4C	To extend the general mandate to issue new shares by adding the number of shares bought back*.		
Special Resolution		For ^(Note 4)	Against ^(Note 4)
5	To approve the proposed amendments to the existing memorandum and articles of association of the Company and the adoption of the new memorandum and articles of association of the Company, and to authorise any one Director or company secretary of the Company to do all things necessary to give effect to the adoption of the new memorandum and articles of association of the Company*.		

* The full text of the Resolution is set out in the notice of the Meeting.

Dated this _____ day of _____ 2023

Signature^(Note 5): _____

Notes:

- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**.
- Please insert the number of share(s) of 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 of the Company registered in your name(s).
- If any proxy other than the chairman of the Meeting is preferred, please strike out “the chairman of the annual general meeting of the Company, or” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTIONS, TICK (✓) THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTIONS, TICK (✓) THE RELEVANT BOX MARKED “AGAINST”.** Failure to tick (✓) either box will entitle your proxy to cast your vote in respect of such resolution at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting and/or at any adjournment thereof other than those referred to in the notice convening the Meeting.
- This form of proxy must be signed by you or your attorney duly authorized in writing or, if in the case of a corporation, executed either under its seal or under the hand of an officer, attorney or other person duly authorized to sign the same.
- Any shareholder of the Company entitled to attend and vote at the Meeting and holds more than one share of the Company is entitled to appoint one or more proxies to attend and speak and, on a poll vote instead of him. A shareholder of the Company may appoint a proxy in respect of part of his holding of shares in the Company. A proxy need not be a shareholder of the Company but must attend the meeting in person to represent you.
- This form of proxy and (if required by the board of directors of the Company) the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, shall be delivered to the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than forty-eight (48) hours before the time appointed for holding the Meeting or adjourned Meeting at which the person named in this form proposes to vote.
- Delivery of this form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the Meeting convened and in such event, this form of proxy shall be deemed to be revoked.
- Where there are joint holders of any share of the Company, any one of such joint holder may vote at the Meeting, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the Meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.
- The notice of the Meeting is set out in the Company's circular dated 21 April 2023.