



# 高裕金融集團有限公司 Gaoyu Finance Group Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8221)

## FORM OF PROXY FOR THE EXTRAORDINARY GENERAL MEETING

This form of proxy is for use by shareholders of Gaoyu Finance Group Limited (the “Company”) at the extraordinary general meeting of the Company (the “EGM”) to be held at Room 4409, 44/F., COSCO Tower, 183 Queen’s Road Central Hong Kong on Tuesday, 15 April 2025 at 3:00 p.m. or at any adjournment thereof.

I/We, <sup>(1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(2)</sup> \_\_\_\_\_ ordinary share(s) of HK\$0.01 each in the share capital of the Company (the “Share”) hereby appoint \_\_\_\_\_  
of \_\_\_\_\_  
or failing him/her, the chairman of the EGM <sup>(3)</sup> as my/our proxy to attend and vote for me/us on my/our behalf at the EGM (or at any adjournment thereof) as directed below or, if no such direction is given, as my/our proxy shall think fit.

	ORDINARY RESOLUTIONS <sup>(4)</sup>	FOR <sup>(5)</sup>	AGAINST <sup>(5)</sup>
1.	<p>Subject to and conditional upon, among other things, the GEM Listing Committee of The Stock Exchange of Hong Kong Limited (the “<b>Stock Exchange</b>”) granting approval for the listing of, and permission to deal in, the Consolidated Shares (as defined below) in issue, with effect from the second business day immediately following the day of passing of this resolution, being a day on which the shares of the Company are traded on the Stock Exchange:</p> <p>(i) every fifty (50) issued and unissued ordinary shares of HK\$0.01 each in the share capital of the Company be consolidated into one (1) ordinary share of HK\$0.5 each (each a “<b>Consolidated Share</b>”), and such Consolidated Share(s) shall rank <i>pari passu</i> in all respects with each other and have the rights and privileges and be subject to the restrictions contained in the articles of association of the Company (the “<b>Share Consolidation</b>”);</p> <p>(ii) all fractional Consolidated Shares resulting from the Share Consolidation will be disregarded and will not be issued to holders of the same but all such fractional Consolidated Shares will be aggregated and, if possible, sold for the benefit of the Company in such manner and on such terms as the directors (each a “<b>Director</b>”) of the Company may think fit; and</p> <p>(iii) any one of the Directors be and is hereby authorised to approve, sign and execute such documents and do and/or procure to be done any and all acts, deeds and things which in his/her opinion may be necessary, desirable or expedient to effect and implement the Share Consolidation.</p>		

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

Signature <sup>(6)</sup>: \_\_\_\_\_

### Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The name of all joint holders should be stated.
2. Please insert the number of share(s) 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 capital of the Company registered in your name(s).
3. A proxy need not be a shareholder of the Company. A Shareholder who is the holder of two or more Shares may appoint more than one proxy to represent him/her and to vote on his/her behalf. If any proxy other than the chairman of the EGM is preferred, please delete the words “**or failing him/her, the chairman of the EGM**” and insert the name and address of the proxy desired in the space provided. If no name is inserted, the chairman of the EGM will act as your proxy.
4. The descriptions of the above resolutions are by way of summary only. The full text appears in the relevant notice of EGM.
5. Please indicate with a “✓” in the appropriate space beside each of the resolutions how you wish the proxy to vote on your behalf on a poll. If this form is returned and duly signed, but without any indication, the proxy will vote for or against the resolution or will abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the EGM other than those referred to in the notice convening the EGM.
6. This form of proxy 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 an officer or attorney or other person duly authorised.
7. Where there are joint holders of any share in the share capital of the Company, any one of such joint holders may vote at the EGM either in person or by proxy in respect of such share(s) as if he/she/it were solely entitled thereto, but should more than one of such joint holders be present at the EGM in person or by proxy, that one of the said joint holders so present whose name stands first on the register of members of the Company in respect of such share(s) shall alone be entitled to vote in respect thereof.
8. To be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof.
9. Any alteration made to this form of proxy must be initiated by the person who signs it.
10. Completion and return of this form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof if you so wish and in such event, the instrument appointing the proxy shall be deemed to be revoked.

### PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the EGM (the “**Purposes**”). We may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorized by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) and any such request should be in writing by mail to the Company/Union Registrars Limited at the above address.