

CONCH VENTURE

China Conch Venture Holdings Limited

中國海螺創業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 586)

| | |
|--|--|
| Number of shares to which this form of proxy relates ^(Note 1) | |
|--|--|

FORM OF PROXY FOR THE 2022 ANNUAL GENERAL MEETING TO BE HELD ON FRIDAY, 24 JUNE 2022

I/We ^(Note 2) _____ of _____
being the registered holder(s) of _____ shares in the issued share capital
of China Conch Venture Holdings Limited 中國海螺創業控股有限公司 (the “Company”) hereby appoint the Chairman of the meeting ^(Note 3)
or _____
of _____

as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below and, if no such indication is given, as my/our proxy thinks fit at the 2022 annual general meeting (the “AGM”) of the Company to be held at First Meeting Room, 2/F, Office Building of Conch Venture Environmental Protection Technology (Shanghai) Co., Ltd.* (海螺創業環保科技(上海)有限公司), No. 18, Lane 928, Yumin South Road, Jiading District, Shanghai, the People’s Republic of China on Friday, 24 June 2022 at 10:00 a.m. (and at any adjournment thereof).

Please put a tick (“✓”) in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll ^(Note 4).

| ORDINARY RESOLUTIONS | | FOR | AGAINST |
|----------------------|---|-----|---------|
| 1. | To receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and of the auditors for the year ended 31 December 2021. | | |
| 2. | To declare a final dividend of HK\$0.7 per share for the year ended 31 December 2021. | | |
| 3(a) | To re-elect Mr. Li Jian as an executive Director. | | |
| 3(b) | To re-elect Mr. Guo Jingbin as a non-executive Director. | | |
| 3(c) | To re-elect Mr. Yu Kaijun as a non-executive Director. | | |
| 3(d) | To re-elect Mr. Shu Mao as a non-executive Director. | | |
| 3(e) | To re-elect Mr. Chan Kai Wing as an independent non-executive Director. | | |
| 3(f) | To authorize the board of directors of the Company to fix the directors’ remuneration. | | |
| 4. | To re-appoint KPMG as auditors and to authorize the board of directors of the Company to fix their remuneration. | | |
| 5. | To give a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.** | | |
| 6. | To give a general mandate to the directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.** | | |
| 7. | To extend the general mandate granted to the directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.** | | |

Date: _____ 2022

Signature(s)^(Note 5) _____

Notes:

- Please insert the number of shares 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 more than one proxy is appointed, the number of shares in respect of which such proxy so appointed must be specified.
- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the name and address of the proxy desired. If no name is inserted, the Chairman of the meeting will act as your proxy. Any shareholder of the Company entitled to attend and vote at the AGM is entitled to appoint one or more proxies (if he holds two or more shares) to attend and vote instead of him. A proxy need not be a shareholder of the Company. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PUT A TICK (“✓”) IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PUT A TICK (“✓”) IN THE BOX MARKED “AGAINST”.** If no direction is given, your proxy will vote or abstain at his discretion. Your proxy will also be entitled to vote at his 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 authorised in writing. In case of a corporation, the same must be either under its common seal or under the hand of an officer or attorney so authorised.
- In case of joint holders of any share, any one of such persons may vote at the AGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders are present at the AGM personally or by proxy, that one of the paid persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
- In order to be valid, this form of proxy together with the power of attorney or other authority (if any) under which it is signed or certified copy thereof, must be deposited at the Company’s Branch Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for holding the AGM or any adjournment thereof. Accordingly, this form of proxy must be delivered to the Branch Share Registrar of the Company in Hong Kong no later than 10:00 a.m. on Wednesday, 22 June 2022 (Hong Kong time).
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the AGM if you so wish and in such event, this form of 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 AGM of the Company (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 authorised 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 and any such request should be in writing by mail to the Company.

* For identification purpose only

** Full text of the resolutions 5 to 7 are set in the notice of AGM.