



**GUANGDONG ADWAY CONSTRUCTION (GROUP) HOLDINGS COMPANY LIMITED\***

**廣東愛得威建設(集團)股份有限公司**

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

**(Stock Code: 6189)**

**PROXY FORM FOR THE ANNUAL GENERAL MEETING TO BE HELD ON 28 JUNE 2024  
(OR AT ANY ADJOURNMENT THEREOF)**

I/We<sup>(Note 1)</sup>, \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder of \_\_\_\_\_  
**DOMESTIC SHARES/H SHARES**<sup>(Note 2)</sup> in Guangdong Adway Construction (Group) Holdings Company Limited\* (the “**Company**”), HEREBY  
APPOINT<sup>(Note 3)</sup> the Chairman of the annual general meeting or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and act for me/us at the annual general meeting of the Company (“**AGM**”) to be held at the head office conference room, 3rd Floor, Pengyi Garden Building 1, Bagua No. 1 Road, Futian District, Shenzhen, the People’s Republic of China (the “**PRC**”) at 11:00 a.m. on Friday, 28 June 2024 and at any adjournment thereof and to vote on my/our behalf as directed below.

<b>ORDINARY RESOLUTIONS</b> <sup>(Note 4)</sup>		<b>For</b> <sup>(Note 5)</sup>	<b>Against</b> <sup>(Note 5)</sup>
1.	To consider and approve the report of the board (the “ <b>Board</b> ” or “ <b>Board of Directors</b> ”) of directors (the “ <b>Director(s)</b> ”) of the Company for the year ended 31 December 2023.		
2.	To consider and approve the report of the supervisory committee of the Company (the “ <b>Supervisory Committee</b> ”) for the year ended 31 December 2023.		
3.	To consider and approve the audited consolidated financial statements of the Company and its subsidiaries and the auditor’s report for the year ended 31 December 2023.		
4.	To consider and approve the election of Directors of the seventh session of the Board of Directors item by item:		
4.1	To consider and approve the election of Mr. Ye Yujing as an executive Director of the seventh session of the Board of Directors.		
4.2	To consider and approve the election of Ms. Ye Xiujin as an executive Director of the seventh session of the Board of Directors.		
4.3	To consider and approve the election of Mr. Ye Guofeng as an executive Director of the seventh session of the Board of Directors.		
4.4	To consider and approve the election of Mr. Ye Jiajun as an executive Director of the seventh session of the Board of Directors.		
4.5	To consider and approve the election of Mr. Zhuang Liangbin as a non-executive Director of the seventh session of the Board of Directors.		
4.6	To consider and approve the election of Mr. Cai Huiming as an independent non-executive Director of the seventh session of the Board of Directors.		
4.7	To consider and approve the election of Mr. Sun Changqing as an independent non-executive Director of the seventh session of the Board of Directors.		
4.8	To consider and approve the election of Mr. Lin Zhiyang as an independent non-executive Director of the seventh session of the Board of Directors.		
4.9	To consider and approve the election of Mr. Zhou Wanxiong as an independent non-executive Director of the seventh session of the Board of Directors.		
5.	To consider and approve the election of supervisors of the seventh session of the Supervisory Committee:		
5.1	To consider and approve the election of Mr. Li Rui as an independent supervisor of the seventh session of the Supervisory Committee.		
5.2	To consider and approve the election of Mr. Liu Yi as a shareholder representative supervisor of the seventh session of the Supervisory Committee.		
6.	To consider and approve the Board of Directors to fix the remunerations of the Directors and supervisors of the Company.		
7.	To consider and approve the re-appointment of Elite Partners CPA Limited as the auditor of the Company, to hold office until the conclusion of the next annual general meeting, and to authorise the Board of Directors to fix the remuneration of the auditor.		

SPECIAL RESOLUTIONS <sup>(Note 4)</sup>		For <sup>(Note 5)</sup>	Against <sup>(Note 5)</sup>
8.	To consider and approve the amendments to the Articles of Association.		
9.	To grant a general mandate to the Directors to issue, allot and/or deal with additional Domestic Shares and/or H Shares, the upper limit shall be 20% of the respective total number of issued Domestic Shares and/or H Shares of the Company as at the date of approval of this resolution at the AGM.		

Dated this date: \_\_\_\_\_ of \_\_\_\_\_ 2024

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

*Notes:*

1. Full name(s) (in Chinese or English) and address(es) (as shown in the register of members) are to be inserted in **BLOCK CAPITALS**.
2. Please insert the number 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 shares in the capital of the Company registered in your name(s). Please also strike out the type of shares (Domestic Shares/H Shares) to which the proxy does not relate.
3. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE AGM WILL ACT AS YOUR PROXY.**
4. The full text of these resolutions is set out in the notice of the AGM which is sent to the shareholders of the Company together with this form of proxy.
5. If you wish to vote for any of the resolutions set out above, please TICK (“✓”) in the boxes marked “**FOR**”. If you wish to vote against any of the resolutions, please TICK (“✓”) in the boxes marked “**AGAINST**”. If this form of proxy returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those set out in the notice of the AGM.
6. This form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised. All powers of attorney referred to in this note must be notarially certified.
7. In the case of a joint holding, this form of proxy may be signed by any one joint holder, but if more than one joint holder is present at the AGM, whether in person or by proxy, then the joint holder whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
8. As regards to the holders of H Shares, in order to be valid, this 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 such power or authority, must be deposited with the Company’s H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 24 hours before the time (being prior to 11:00 a.m. on Thursday, 27 June 2024) appointed for holding the AGM or any adjournment thereof.
9. As regards to the holders of Domestic Shares, in order to be valid, this 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 such power or authority, must be deposited with the headquarters of the Company and its principal place of business at 3rd Floor, Pengyi Garden Building 1, Bagua No. 1 Road, Futian District, Shenzhen, the PRC not less than 24 hours before the time (being prior to 11:00 a.m. on Thursday, 27 June 2024) appointed for holding the AGM or any adjournment thereof.
10. A proxy attending the AGM on behalf of a shareholder must present this form of proxy, duly completed and signed, and the proxy’s proof of identification.
11. This form of proxy is in duplicate. One should be lodged in accordance with the instruction under note 8 or note 9 and the other shall be presented at the AGM in accordance with the instruction under note 10.
12. Any alteration made to this form of proxy should be initialled by the person who signs the form of proxy.
13. Details of the above resolutions are set out in the circular of the Company dated 28 May 2024 (the “**Circular**”). Unless the context otherwise requires, terms used in this form of proxy shall have the same meanings as those used in the Circular.

\* *For identification purpose only*