



**烟台北方安德利果汁股份有限公司**  
**Yantai North Andre Juice Co., Ltd.\***  
*(a joint stock limited company incorporated in the People's Republic of China)*  
**(Stock code : 02218)**

**FORM OF PROXY FOR USE AT THE CLASS MEETING**  
**FOR HOLDERS OF DOMESTIC SHARES AND NON-LISTED FOREIGN SHARES**

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of domestic shares/non-listed foreign shares of the Company <sup>(Note 2)</sup> \_\_\_\_\_  
of RMB1.00 each in the capital of Yantai North Andre Juice Co., Ltd.\* (the “Company”), **HEREBY APPOINT THE**  
**CHAIRMAN OF THE CLASS MEETING** <sup>(Note 3)</sup> or \_\_\_\_\_ of  
\_\_\_\_\_ as my/our proxy to attend, act and vote for me/us at the class  
meeting for the Domestic Shareholders and Non-listed Foreign Shareholders and of the Company (the “Class Meeting”) and  
any adjournment to be held at 2nd Floor, No. 18 Andre Avenue, Muping Economic Development Zone, Yantai City, Shandong  
Province, the PRC at 11:00 a.m. on Wednesday, 26 June 2019, for the purpose of considering, and if thought fit, passing the  
resolutions set out in the notice convening the Class Meeting and at such Class Meeting to vote for me/us and in my/our  
name(s) in respect of the resolutions as indicated below.

Unless otherwise specified, capitalized terms used in this form of proxy and the following resolution shall have the same meanings as defined in the circular of the Company dated 10 May 2019 (the “Circular”).

SPECIAL RESOLUTIONS		For <sup>(note 4)</sup>	Against <sup>(note 4)</sup>	Abstain <sup>(note 4)</sup>
1.	<p>To consider and pass the following resolution:</p> <p><b>THAT</b> the extension of validity period of resolutions in respect of the proposed issue of not more than 20,000,000 A shares of the Company with a nominal value of RMB1.00 each (the “Proposed Issue of A Shares”) and related matters (the resolution was approved as a resolution by Shareholders, the holders of domestic shares of the Company (the “Domestic Shareholders”) and the holders of H shares of the Company (the “H Shares”) at the special general meeting, the class meeting for Domestic Shareholders and the class meeting for holders of H Shares of the Company held on 1 November, 2017, respectively) be and are hereby approved, including the extension of validity period of the authorization to the board of directors of the Company to deal with matters relating to the Proposed Issue of A Shares.</p> <p>The above validity period shall be extended for a period of 12 months from the date on which the resolution is approved by the Shareholders at the annual general meeting of the Company and approved by the class shareholders at the class meetings of the Company.</p>			
2.	<p>To consider and pass the following resolution:</p> <p><b>THAT</b> the amendments to the relevant Articles (draft) of the Company be approved.</p>			

The above resolutions are set out in the Notice of Class Meeting for Domestic Shareholders and Non-listed Foreign Shareholders contained in the Circular in relation to the AGM. You shall refer to the Circular before appointing a proxy.

Date: \_\_\_\_\_ 2019

Signature of Shareholder <sup>(Note 5)</sup>: \_\_\_\_\_

\* For identification purpose only

*Notes:*

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS** as shown in the register of members of the Company.
2. Please insert the number of shares registered in your name(s). 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).
3. If any proxy other than the chairman is preferred, strike out the “**THE CHAIRMAN OF THE GENERAL MEETINGS** or” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATIONS MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN 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 ON ANY RESOLUTION, TICK IN THE BOX MARKED “ABSTAIN”, AND YOUR VOTES WILL BE COUNTED FOR THE PURPOSE OF CALCULATING THE RESULT OF THAT RESOLUTION.** Failure to tick the box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolutions properly put to the Class Meetings other than those referred to in the Class Meeting Notices.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, either under its seal or under the hand of an officer, attorney or other person authorized to sign the same. If this form of proxy is signed by an attorney of the appointer, the power of attorney authorizing that attorney to sign, or other document of authorization must be notarially certified.
6. Any Shareholder entitled to attend and vote at the Class Meetings is entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A proxy needs 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 vote on his/her behalf at the Class Meetings.
7. This form of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney, shall be deposited at the registered office of the Company, at No. 18 Andre Avenue, Muping Economic Development Zone, Yantai City, Shandong Province, the PRC no less than 24 hours before the time appointed for the Class Meetings or adjourned meeting.
8. In the case of joint registered holders of any Share, any one of such persons may vote at the Class Meetings, either personally or by proxy, in respect of such Shares as if he was solely entitled thereto; but if more than one of such joint holders be present at the Class Meetings, 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 holder(s), and for this purpose seniority shall be determined by the order in which the names stand in the register of holders in respect of the joint holding.
9. Completion and return of the form of proxy will not preclude you from attending and voting at the Class Meetings if you wish to do so. A proxy attending the Class Meetings must present a proof of identity.

#### **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 meeting 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 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. You/your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company/Tricolor Tengis Limited at the above address.