



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 H SHARES**

I/We ^(Note 1) _____
of _____
being the registered holder(s) of _____ H shares ^(Note 2) of RMB1.00 each
in the share capital of Yantai North Andre Juice Co., Ltd.* (the “**Company**”), **HEREBY APPOINT THE
CHAIRMAN OF THE CLASS MEETING** ^(Note 3) (as defined below) or _____
of _____

as my/our proxy to attend, act and vote for me/us at the class meeting for the holders of H shares of the Company (the “**Class Meeting**”) and any adjournment to be held at 2nd Floor Conference Room, Andre Tower, No. 889 Xincheng Avenue, Muping District, Yantai City, Shandong Province, the PRC, at 11:30 a.m. on Tuesday, 1 December 2020, for the purpose of considering, and if thought fit, passing the resolutions set out in the notice of the Class Meeting (the “**Notice of H Shareholders’ Class Meeting**”) dated 16 October 2020 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 resolutions shall have the same meanings as defined in the announcement of the Company dated 12 October 2020 and the Notice of H Shareholders’ Class Meeting.

SPECIAL RESOLUTIONS		For ^(note 4)	Against ^(note 4)	Abstain ^(note 4)
1.	To consider and pass the following resolution: THAT the increase in registered capital and the amendments to the Articles (excluding the appendices thereto) be approved.			
2.	To consider and pass the resolution in relation to the general mandate to be granted to the Board to repurchase H Shares.			

The above resolutions are set out in the Notice of H Shareholders Class Meeting. A circular (the “**Circular**”) containing the Notice of H Shareholders’ Class Meeting will be dispatched to you on or before 17 November 2020. You shall refer to the Circular before appointing a proxy.

Date: _____ 2020 Signature of Shareholder ^(Note 5): _____

* For identification purpose only

Notes:

1. Full name(s) 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 CLASS MEETING** (as defined below) 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 Meeting other than those referred to in the Notice of H Shareholders’ Class Meeting.
5. This form of proxy must be signed by you or your attorney duly authorized 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 Meeting is entitled to appoint another person as his/her proxy to attend and vote instead of him/her. 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 vote on his/her behalf at the Class Meeting.
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, must be delivered to the Company’s H share registrar at Tricor Tengis Limited at 54th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for holding the Class Meeting or adjourned meeting.
8. In the case of joint registered holders of any Share, any one of such persons may vote at the Class Meeting, 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 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 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 Meeting if you wish to do so. A proxy attending the Class Meeting must present effective 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/Tricor Tengis Limited at the above address.