



CHINA RONGZHONG FINANCIAL HOLDINGS COMPANY LIMITED

中國融眾金融控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 03963)

FORM OF PROXY FOR THE EXTRAORDINARY GENERAL MEETING TO BE HELD AT 10:30 A.M., ON THURSDAY, 30 OCTOBER 2025

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

I/We (Note 2)

of _____
being the registered holder(s) of shares in the issued share capital of China Rongzhong Financial Holdings Company Limited (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 at the extraordinary general meeting (the “EGM”) of the
Company to be held at 2/F, J Plus, 35-45B Bonham Strand, Sheung Wan, Hong Kong on Thursday, 30 October 2025 at 10:30 a.m. (and at any
adjournment or postponement thereof).

Please tick (“✓”) the appropriate box to indicate how you wish your vote(s) to be cast (Note 5).

ORDINARY RESOLUTION (Note 6)		FOR	AGAINST
1.	To consider and approve the resolution on: (a) the Subscription Agreement dated 3 September 2025 entered into between the Company as issuer and Goldbond Group Holdings Limited as subscriber in relation to the subscription of the CB in the principal amount of HK\$35,000,000 to be issued by the Company to the Subscriber, and the transactions contemplated thereunder; (b) the allotment and issuance of the Conversion Shares upon exercise of the conversion rights pursuant to the CB, and the granting of a specific mandate to the Directors to exercise the powers of the Company to allot and issue the Conversion Shares subject to the terms of the CB; (c) the execution by any one Director of the Company, or any two Directors of the Company if the affixation of the common seal is necessary, of all such other documents, instruments and agreements and all such acts or things deemed by him/her to be necessary, appropriate, desirable or expedient to implement or give effect to, or are incidental to, ancillary to or in connection with the Subscription Agreement and the transactions contemplated thereunder, and making of such variations, amendments or waivers of any of the matters relating thereto or in connection therewith.		

Date: _____ 2025

Signature(s) (Note 7)

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).
- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- If any proxy other than the chairman of the meeting is preferred, please strike out the words “**the chairman of the meeting**” and insert the name and address of the proxy desired in the space provided. Any shareholder of the Company entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a shareholder of the Company but must attend the EGM in person to represent you. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE EGM WILL ACT AS PROXY.**
- 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 a notarially certified copy thereof, must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited (the “**Share Registrar**”) at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the EGM (i.e. not later than 10:30 a.m. on Tuesday, 28 October 2025) or any adjournment thereof.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “AGAINST”.** Failure to tick either box as instructed will entitle your proxy to cast your vote or abstain from voting 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 set out in the notice convening the EGM.
- The description of the resolution is by way of summary only. Please refer to the notice of EGM for the full text of the resolution.**
- 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. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- In the case of joint holders of any Share, only the person whose name stands first on the register may vote at the EGM, either personally or by proxy, in respect of such share as if he/she was solely entitled therein, but any one of the other joint holders may be appointed proxy to vote on behalf of such joint holders, and as such proxy to attend and vote at the EGM.
- Pursuant to Rule 13.39(4) of the Listing Rules, resolution set out in the notice of EGM will be decided by poll at the EGM. Article 79 of the Second Amended and Restated Memorandum and Articles of Association provides that on a poll, every shareholder present in person or by proxy shall have one vote for each share of which he is the holder which is fully paid or credited as fully paid.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the EGM if you so wish. In the event that you attend the EGM, this form of proxy will be deemed to have been revoked.
- References to time and dates in this form of proxy are to Hong Kong time and dates.
- Unless the context otherwise requires, capitalised terms used in this form of proxy have the same meanings as defined in the circular of the Company of the date of this form of proxy.

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 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/Share Registrar at the above address.