

**杉杉品牌運營股份有限公司**  
**Shanshan Brand Management Co., Ltd.**

(A joint stock company incorporated in the People's Republic of China with limited liability)  
(Stock Code: 1749)

**Form of Proxy for the 2020 Second H Shareholders' Class Meeting to be held on  
Friday, 21 August 2020 (or at its adjournment)**

I/We \_\_\_\_\_  
of \_\_\_\_\_ (Note 1)  
being the registered holder of \_\_\_\_\_ H shares (Note 2) in Shanshan  
Brand Management Co., Ltd. (the "Company"), HEREBY APPOINT (Note 3) the chairman of the 2020 second H shareholders' class meeting (the  
"2020 Second H Shareholders' Class Meeting") or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and vote for me/us and on my/our behalf at the 2020 Second H Shareholders' Class Meeting to be held at Conference  
Room, Third floor of Building B1, Shanshan New Energy Base, 238 Yunlin Middle Road, Wangchun Industrial Park, Ningbo, Zhejiang  
Province, the People's Republic of China (the "PRC") on Friday, 21 August 2020 immediately following the conclusion of the 2020 second  
extraordinary general meeting or its adjournment, and to vote on my/our behalf as directed below.

Special Resolution (Note 4)		For (Note 6)	Against (Note 6)	Abstain (Note 6)
1.	To consider and approve the proposed amendments to the articles of association of the Company as set out in Appendix II to the circular of the Company dated 6 July 2020.			

Signature(s) \_\_\_\_\_ (Note 5) Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2020

**Notes:**

- Full name(s) (in Chinese or English) and address(es) (as shown in the register of members) are to be inserted in **BLOCK CAPITALS**.
- Please insert the number of H 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 H shares in the capital of the Company registered in your name(s).
- If any proxy other than the chairman of the 2020 Second H Shareholders' Class Meeting is preferred, strike out the words "the chairman of the 2020 second H shareholders' class meeting (the "2020 Second H Shareholders' Class Meeting") or" and insert the name and address of the proxy in the space provided. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE 2020 SECOND H SHAREHOLDERS' CLASS MEETING WILL ACT AS YOUR PROXY.**
- The full text of this resolution is set out in the notice of the 2020 Second H Shareholders' Class Meeting which is sent to the H shareholders of the Company together with this form of proxy.
- In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated. Where there are joint holders of any H share of the Company, any one of such joint holders may vote at the 2020 Second H Shareholders' Class Meeting, either in person or by proxy, in respect of such share as if he/she/it were solely entitled thereto, but if more than one of such joint holders be present at the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority shall be determined as that one of the said persons so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.
- If you wish to vote for the resolution set out above, please tick ("✓") in the boxes marked **"FOR"**. If you wish to vote against the resolution, please tick ("✓") in the boxes marked **"AGAINST"**. If you wish to abstain for the resolution, please tick ("✓") in the boxes marked **"ABSTAIN"**. If this form of proxy returned is duly signed but without specific direction on any of the proposed resolution, the proxy will vote or abstain at his/her discretion in respect of this resolution; 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/her discretion. A proxy will also be entitled to vote at his/her discretion on resolution properly put to the 2020 Second H Shareholders' Class Meeting other than those set out in the notice of the 2020 Second H Shareholders' Class Meeting. Any vote which is not filled or filled wrongly or with unrecognisable writing or not cast will be deemed as having been waived by you and the corresponding vote will be counted as **"ABSTAIN"**.
- This form of proxy must be signed and dated by a shareholder, or his/her attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under its director or duly authorised person. All powers of attorney referred to in this note must be notarially certified.
- 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 of attorney or authority, must be deposited with the Company's H share registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 24 hours before the time appointed for holding the 2020 Second H Shareholders' Class Meeting or its adjournment.
- In view of the ongoing Novel Coronavirus (COVID-19) epidemic, the Company strongly recommends Shareholders to exercise their voting rights by appointing the chairman of the 2020 Second H Shareholders' Class Meeting as their proxy to vote on the relevant resolution at the 2020 Second H Shareholders' Class Meeting as an alternative to attending the 2020 Second H Shareholders' Class Meeting in person.**
- A proxy attending the 2020 Second H Shareholders' Class Meeting on behalf of a shareholder must present the proxy's proof of identity together with any power of attorney or other authority (if any).
- Any alteration made to this form of proxy should be initialed by the person who signs this form of proxy.
- Unless the context requires otherwise, terms defined in the notice of the 2020 Second H Shareholders' Class Meeting shall bear the same meanings when used in this form of proxy.
- Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the 2020 Second H Shareholders' Class Meeting and its adjournment if you so wish. You must present your proof of identification when you attend and vote in person at the 2020 Second H Shareholders' Class Meeting.

**PERSONAL INFORMATION COLLECTION STATEMENT**

- "Personal Data" in these statements has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (the "PDPO").
- Your supply of the Personal Data to the Company is on a voluntary basis and is used for processing your instructions and/or requests as stated in this form of proxy.
- Your Personal Data will not be transferred to other third parties (other than the share registrar of the Company) unless it is a requirement to do so by law, for example, in response to a court order or a law enforcement agency's request and will be retained for such period as may be necessary for our verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request should be in writing addressed to the personal data privacy officer of Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong.