



KANGLI INTERNATIONAL HOLDINGS LIMITED

康利國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 06890)

FORM OF PROXY

For use at the extraordinary general meeting to be held on Friday, 14 April 2023 (or any adjournment thereof)

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

I/We, ^(Note 2) _____ (Name)
of _____ (Address),
being registered shareholder(s) in the share capital of KangLi International Holdings Limited (“the Company”) hereby appoint ^(Note 3)
_____ (Name)
of _____ (Address),

or failing him/her, the chairman of the extraordinary general meeting as my/our proxy to attend and vote on my/our behalf at the extraordinary general meeting (the “EGM”) of the Company to be held at 2408, World-Wide House, 19 Des Voeux Road Central, Central, Hong Kong at 11:30 a.m. on Friday, 14 April 2023 and at any adjournment thereof. I/We direct that my/our vote(s) be cast on the specified resolutions as indicated by an “✓” in the appropriate boxes. In absence of any indication, the proxy may vote for or against the resolution at his/her own discretion.

	Ordinary resolutions	For ^(Note 4)	Against ^(Note 4)
1.	THAT: (a) the loan agreement dated 28 February 2023 entered into between Jiangsu Jiangnan Precision Metal Material Co., Limited* (江蘇江南精密金屬材料有限公司), a wholly-owned subsidiary of the Company, Jiangsu Jiangnan Tiehejin Co., Limited* (江蘇江南鐵合金有限公司), and Mr. Mei Zefeng (a copy of which has been produced at the EGM marked “A” and initialed by the chairman of the EGM for the purpose of identification) (the “Loan Agreement”) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and (b) the directors of the Company be and are hereby authorised to take all such steps, do all such acts and/or things and/or execute all such documents incidental to, ancillary to or in connection with matters contemplated in or relating to the Loan Agreement and all transactions contemplated thereunder as they may in their absolute discretion consider necessary, appropriate, desirable or expedient to give effect to the Loan Agreement and the implementation of all transactions contemplated thereunder.		
2.	To re-elect Mr. Cao Cheng as an independent non-executive director of the Company.		

* For identification purpose only.

Date: _____

Signature: ^(Notes 5, 6, 7 and 8) _____

Notes:

- If no number is inserted, this form of proxy will be deemed to be related to all the shares of the Company registered in your names.
- Please insert full name(s) and address(es) in **BLOCK CAPITALS** as shown in the register of members of the Company.
- Please insert the name and address of the proxy. If no name is inserted, the chairman of the EGM will act as your proxy. A shareholder may appoint one or more proxies to attend the EGM and vote for him. The proxy need not be a member of the Company but must attend the EGM in person to represent you. Any alteration made to this proxy form must be initialed by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED “AGAINST”.** If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his/her discretion or to abstain. Your proxy will also be entitled to vote at his/her discretion or to abstain on any resolution properly put to the EGM other than those referred to in the notice convening the EGM.
- In the case of joint registered holders of any share(s), this form of proxy may be signed by any joint registered holder, but if more than one joint registered holders are present at the EGM, whether in person or by proxy, then one of the joint registered holders whose name stands first in the register of members of the Company in respect of the relevant joint registered share shall be entitled to vote in respect thereof to the exclusion of the votes of the other joint registered holders.
- This form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of its legal representative, director(s) or duly authorised attorney(s) to it.
- To be valid, this completed and signed proxy form and the relevant notarised power of attorney (if any) and other relevant document of authorisation (if any), shall be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours (i.e. 11:30 a.m. on Wednesday, 12 April 2023) before the time for holding the EGM or any adjournment thereof.
- Any alteration made to this form should be initialed by the person who signs the form.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof if you so wish, and in such case, the form of proxy previously submitted shall be deemed to be revoked.
- If tropical cyclone warning signal no. 8 or above is hoisted, or “extreme conditions” caused by super typhoons or a black rainstorm warning signal is in force in Hong Kong at 9:00 a.m. on Friday, 14 April 2023, the EGM will be adjourned to another appropriate date and time (to be advised) at the same venue. The EGM will be held as scheduled even when tropical cyclone warning signal no. 3 or below is hoisted, or an amber or red rainstorm warning signal is in force. You should make your own decision as to whether you would attend the EGM under bad weather conditions and if you should choose to do so, you are advised to exercise care and caution.

PERSONAL INFORMATION COLLECTION STATEMENT

- “Personal Data” in this statement has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”).
- Your supply of Personal Data to the Company is on a voluntary basis. If you fail to provide sufficient information, the Company may not be able to process your appointment of proxy and other instructions.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its branch share registrar and transfer office in Hong Kong, and/or other companies or bodies for any of the stated purposes, and 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 for access to and/or correction of your Personal Data should be in writing to the Personal Data Privacy Officer of Tricor Investor Services Limited (the address stated in note 7 above).