Lanzhou Zhuangyuan Pasture Co., Ltd.*
蘭州莊園牧場股份有限公司

(A joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 1533)

FORM OF PROXY FOR THE H SHAREHOLDERS' CLASS MEETING HELD ON 27 JUNE 2019

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

I/We *(Note 2)* ____

of (address) ____

being the holder(s) of ____________________ H shares (Note 3) of RMB1.00 each of Lanzhou Zhuangyuan Pasture Co., Ltd.* (the "**Company**"), hereby appoint the Chairman of the meeting or ______________________________ (Note 4)

of (address) ____

as my/our proxy(ies) to attend the H shareholders' class meeting (the "**H Shareholders' Class Meeting**") of the Company to be held at 3:00 p.m. on Thursday, 27 June 2019 or immediately after the conclusion of the A Shareholders' Class Meeting or any adjournment thereof (whichever is the later) at 26th Floor, Block B, Shanghui Building of Gansu Province, No. 601, Yanyuan Road, Chengguan District, Lanzhou City, Gansu Province, the PRC or any adjournment thereof and to vote at such meeting in respect of the resolutions set out in the notice of H Shareholders' Class Meeting dated 30 April 2019 as hereunder indicated on behalf of me/us, or if no such indication is given, as my/our proxy(ies) thinks fit.

ORDINARY RESOLUTION		FOR(Note 5)	AGAINST(Note 5)	ABSTAIN (Note 5)
1.	Proposal in relation to the Profit Distribution Plan for 2018			

Dated this ____________ day of ____________ 2019 Signature(s) (Note 6) ______________________________

Notes:

1. Please insert the number of H shares of the Company registered in your name(s) to which this proxy relates. If a number is inserted, this form of proxy will be deemed to relate only to those shares. If no numbers is inserted, the form of proxy will be deemed to relate to all H shares of the Company registered in your name(s) (whether alone or jointly with others).

2. Please insert the full name(s) and address(es) as registered in the register of members of the Company in **block letters**.

3. Please insert the number of H shares of the Company registered in your name(s).

4. If any proxy other than the Chairman of the meeting of the Company is preferred, please strike out the words "the Chairman of the meeting or" and insert the name and address of the proxy desired in the space provided. A shareholder may appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company. Any alteration made to this form of proxy must be initialed by the person who signs it.

5. Important: If you wish to vote for any resolution, please put a tick in the box marked "FOR" or insert the number of shares held by you. If you wish to vote against any resolution, please put a tick in the box marked "AGAINST" or insert the number of shares held by you. If you wish to vote abstention on any resolution, please put a tick in the box marked "ABSTAIN" or insert the number of shares held by you. If no direction is given, your proxy shall vote at his/her own discretion. The shares abstained will be counted in the calculation of the required majority.

6. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of its director or attorney or other officer duly authorized. In case of joint holders, this form of proxy may be signed by any of such joint holders.

7. To be valid, this form of proxy and, if such proxy is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority must be delivered to the Company's H shares registrar and transfer office in Hong Kong, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not less than 24 hours before the time for holding of the H Shareholders' Class Meeting or any adjournment thereof.

8. In the case of joint holders of shares of the Company, any one of such holders may vote at the H Shareholders' Class Meeting either in person or by proxy in respect of such shares as if he/she was solely entitled thereto. However, if more than one of such joint holders are present at the H Shareholders' Class Meeting in person or by proxy, then one of such holders whose name appears in prior sequence shall be regarded as the sole and exclusive vote on behalf of all the rest of the joint holders. For the purpose of such voting, the shareholder's priority shall be determined in accordance with the sequence of the joint holders of the Company as prescribed in the Company's register of shareholders.

9. You are reminded that completion and return of the form of proxy will not preclude you from attending and voting in person at the H Shareholders' Class Meeting or any adjournment thereof if you so wish.

* *For identification purpose only.*