

# LUCION

Shandong International Trust Co., Ltd.

山東省國際信託股份有限公司

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

(Stock Code: 1697)

## PROXY FORM

**For the 2019 First Extraordinary General Meeting  
to be held on 28 November 2019 and any adjournment thereof**

I/We <sup>(Note 1)</sup> \_\_\_\_\_ of <sup>(Note 2)</sup> \_\_\_\_\_  
\_\_\_\_\_ being the registered holder(s)  
of <sup>(Note 3)</sup> \_\_\_\_\_ domestic shares/H shares of RMB1.00 each  
in the share capital of Shandong International Trust Co., Ltd. (the “**Company**”), hereby appoint the Chairman of the meeting <sup>(Note 4)</sup>  
or \_\_\_\_\_  
of <sup>(Note 2)</sup> \_\_\_\_\_  
and/or \_\_\_\_\_  
of <sup>(Note 2)</sup> \_\_\_\_\_

to act as my/our proxy to attend and vote for me/us and on my/our behalf at the 2019 first extraordinary general meeting (the “**EGM**”) to be held at Block B, Yinfeng Fortune Plaza, 1 Longao West Road, Jinan, the PRC on 28 November 2019 at 10:00 a.m. and any adjournment thereof and to exercise all rights conferred on proxies under laws, regulations and the articles of association of the Company.

I/We wish my/our proxy to vote as indicated below in respect of the resolutions to be proposed at the EGM, and if no such indication is given, as my/our proxy thinks fit.

Ordinary Resolutions		For <sup>(Note 5)</sup>	Against <sup>(Note 5)</sup>	Abstain <sup>(Note 5)</sup>
1.	(a) the execution of the CNPC Assets Management Trust Framework Agreement and its proposed annual caps (as defined and described in the Circular) be and are hereby confirmed, ratified and approved and the transactions contemplated thereunder be and is hereby approved; and  (b) any one or more directors of the Company be and are hereby authorised to do all such acts and things as they consider necessary and to sign and execute all such documents (including under the seal of the Company), and to take all such steps which in their opinion may be necessary appropriate, desirable or expedient for the purpose of giving effect to the CNPC Assets Management Trust Framework Agreement and its proposed annual caps and completing the transactions contemplated thereunder.			
2.	(a) the execution of the Lucion Group Trust Framework Agreement and its proposed annual caps (as defined and described in the Circular) be and are hereby confirmed, ratified and approved and the transactions contemplated thereunder be and is hereby approved; and  (b) any one or more directors of the Company be and are hereby authorised to do all such acts and things as they consider necessary and to sign and execute all such documents (including under the seal of the Company), and to take all such steps which in their opinion may be necessary appropriate, desirable or expedient for the purpose of giving effect to the Lucion Group Trust Framework Agreement and its proposed annual caps and completing the transactions contemplated thereunder.			

Ordinary Resolutions		For <sup>(Note 5)</sup>	Against <sup>(Note 5)</sup>	Abstain <sup>(Note 5)</sup>
3.	(a) the execution of the Lucion Group Trust Financing Framework Agreement and its proposed annual caps (as defined and described in the Circular) be and are hereby confirmed, ratified and approved and the transactions contemplated thereunder be and is hereby approved; and (b) any one or more directors of the Company be and are hereby authorised to do all such acts and things as they consider necessary and to sign and execute all such documents (including under the seal of the Company), and to take all such steps which in their opinion may be necessary appropriate, desirable or expedient for the purpose of giving effect to the Lucion Group Trust Financing Framework Agreement and its proposed annual caps and completing the transactions contemplated thereunder.			
4.	the Appointment of Non-executive Director be and hereby approved.			
Special Resolutions		For <sup>(Note 5)</sup>	Against <sup>(Note 5)</sup>	Abstain <sup>(Note 5)</sup>
5.	the Proposed Amendments to the Articles of Association as stated in Appendix II to the Circular be and are hereby approved and confirmed; and that the Board of Directors be and is hereby authorised to modify wordings of articles, apply, register, filing, take actions and execute documents as the Board may, in its absolute discretion, consider necessary or expedient, for and on behalf of the Company to obtain relevant approvals and all ancillary matters relating thereto to effect the proposed amendments to the Articles of Association.			
6.	the Proposed Amendments to the Procedural Rules for the General Meeting as stated in Appendix III to the Circular be and are hereby approved.			
7.	the Proposed Amendments to the Procedural Rules for the Board of Directors as stated in Appendix IV to the Circular be and are hereby approved.			

Signature <sup>(Note 6)</sup>: \_\_\_\_\_

Date <sup>(Note 6)</sup>: \_\_\_\_\_ 2019

**Notes:**

- Please insert full name(s) in **BLOCK CAPITALS**.
- Please insert full address(es) in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which this proxy form relates and delete the non-applicable category of shares (domestic shares or H shares). If no number is inserted, this proxy form will be deemed to relate to all shares of the Company registered in your name(s).
- If a proxy other than the Chairman of the meeting is preferred, cross out the words “the Chairman of the meeting” and insert the full name(s) and address(es) of the proxy (or proxies) desired in the space provided. A member may appoint one or more proxies to attend and vote at the meeting in his stead. A proxy needs not be a shareholder of the Company but must attend the EGM in person to represent you. If no name is inserted, the Chairman of the meeting will act as your proxy. **Any changes made to this proxy form must be initialed by the person who signs it.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE ABOVE RESOLUTIONS, TICK THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK THE APPROPRIATE BOX MARKED “AGAINST”. IF YOU WISH TO ABSTAIN FROM VOTING, TICK THE APPROPRIATE BOX MARKED “ABSTAIN”.** The shares abstained will be counted in the calculation of the required majority. If you return this proxy form without indicating as to how your proxy is to vote on any particular matter, the person appointed as your proxy will exercise his/her discretion as to whether he/she votes and, if so, how and, unless instructed otherwise, he/she may also vote or abstain from voting as he/she thinks fit on any resolution properly put to the EGM other than those referred to in the Notice of EGM.
- This proxy form must be signed and dated by the shareholder or his/her attorney duly authorised in writing. If the shareholder is a company, it should execute this proxy form under its common seal or by the signature(s) of its legal representative(s) or its directors or (a) person(s) authorised to sign on its behalf. In case of joint holders, only the person whose name stands first on the register of members may attend and vote at the EGM, either in person or by proxy.
- To be valid, this proxy form, together with the 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 completed and delivered to, for the holders of H shares, the office of the H share registrar of the Company, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, and for the holders of domestic shares, the registered office of the Company at No. 166, Jiefang Road, Lixia District, Jinan City, Shandong Province, the PRC, not less than 24 hours before the time scheduled for the holding of the EGM or any adjournments thereof.
- Please refer to the circular of the Company in respect of the EGM dated 14 October 2019 for details of the above resolutions to be proposed at the EGM for consideration and approval.
- Completion and return of this proxy form do not affect your right to attend and vote at the EGM in person.