



中國華融  
CHINA HUARONG

中國華融資產管理股份有限公司  
**China Huarong Asset Management Co., Ltd.**

(A joint stock limited liability company incorporated in the People's Republic of China)  
(Stock Code: 2799)

**PROXY FORM**  
**FOR THE FIRST H SHAREHOLDERS' CLASS MEETING FOR 2018**

I/We<sup>(Note 1)</sup> \_\_\_\_\_,  
of (address) \_\_\_\_\_,  
being the holder(s) of \_\_\_\_\_ H share(s)<sup>(Note 2)</sup> of  
RMB1.00 each in the share capital of **China Huarong Asset Management Co., Ltd.** (the "**Company**"), hereby appoint **THE CHAIRMAN OF THE MEETING** or<sup>(Note 3)</sup> \_\_\_\_\_  
of (address) \_\_\_\_\_  
as my/our proxy(ies) to attend and act for me/us at the first H shareholders' class meeting of the Company for 2018 (the "**H Shareholders' Class Meeting**") to be held at Conference Room 1221, No. 8 Financial Street, Xicheng District, Beijing, the PRC on Wednesday, 26 September 2018 immediately after the conclusion or adjournment of the first domestic shareholders' class meeting of the Company for 2018 to be held on the same date (whichever is later) or at any adjournment thereof to vote at such meeting or at any adjournment thereof in respect of the resolutions set out in the notice of the H Shareholders' Class Meeting as hereunder indicated on behalf of me/us, or if no such indication is given, as my/our proxy(ies) thinks fit.

	<b>SPECIAL RESOLUTIONS</b>	<b>FOR</b> <sup>(Note 4)</sup>	<b>AGAINST</b> <sup>(Note 4)</sup>	<b>ABSTAIN</b> <sup>(Note 4)</sup>
1.	To consider and approve extension of validity period of the plan for A Share Offering			
2.	To consider and approve extension of the authorization to the Board granted by the general meeting of Shareholders to deal with matters relating to the A Share Offering			
3.	To consider and approve extension of the authorization to the Board granted by the general meeting of Shareholders to deal with matters relating to the Offshore Preference Share Issuance			

Date: \_\_\_\_\_

Signature(s)<sup>(Note 5)</sup>: \_\_\_\_\_

**Notes:**

- Please insert full name(s) and address(es) in **BLOCK CAPITALS** as shown in the register of members of the Company.
- Please insert the number of H shares registered in your name(s) to which this proxy form relates. If no such number is inserted, this proxy form will be deemed to relate to all the H shares of the Company registered in your name(s).
- If any proxy other than the chairman of the meeting is preferred, please strike out "**THE CHAIRMAN OF THE MEETING** or" and insert the name(s) and address(es) of the proxy(ies) desired in the space provided. Each shareholder entitled to attend and vote at the meeting may appoint one or more proxy(ies) to attend and vote at the meeting. A proxy needs not be a shareholder of the Company but shall attend the meeting on your behalf in person. Such proxies may only exercise their voting rights in a poll. Any alteration made to this proxy form must be signed by the person who signs it.
- Important: If you wish to vote for any resolution, please put a "✓" in the box marked "**FOR**". If you wish to vote against any resolution, please put a "✓" in the box marked "**AGAINST**". If you wish to abstain from voting in respect of any resolution, please put a "✓" in the box marked "**ABSTAIN**", and your vote will be counted in the total number of votes cast in that resolution for the purpose of calculating the result of that resolution. In the absence of any such indication, the proxy will vote or abstain at his/her discretion. Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting. Any invalid vote or any waiver to vote shall be disregarded as voting rights for the purpose of calculating the result of that resolution.
- This proxy form shall be signed by you or your attorney duly authorised in writing. In case of a corporation, the same shall be executed either under its common seal or under the hand of its legal representative, director(s) or duly authorised attorney. If the proxy form is signed by an attorney of the shareholder, the power of attorney authorising that attorney to sign or other authorization document shall be notarised.
- In case of joint holders, any one of such joint holders may vote at the meeting, either in person or by proxy, in respect of such shares as if he is solely entitled thereto. However, if more than one of such joint holders are present at the meeting, in person or by proxy, the vote of the joint holder whose name stands first on the register of members, whether in person or by proxy, will be accepted to the exclusion of the votes of other joint holder(s).
- To be valid, this proxy form together with the notarised power of attorney or other authorization document (if any) shall be delivered to the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for holders of H shares not less than 24 hours before the time scheduled for the holding of the H Shareholders' Class Meeting (i.e. before 9:30 a.m. on Tuesday, 25 September 2018) or any adjournment thereof (as the case may be).
- Completion and return of a proxy form will not preclude a shareholder from attending and voting in person at the meeting or any adjournment thereof if he so wishes. Shareholders or their proxies attending the meeting (and any adjournment thereof) shall produce their identity documents.