

# SHANGHAI TURBO ENTERPRISES LTD.

(Company Registration No. CT-151624)  
(Incorporated in the Cayman Islands)

## ANNUAL GENERAL MEETING – DEPOSITOR PROXY FORM

Due to the current COVID-19 restriction orders in Singapore, a Depositor (as defined below) will NOT be able to attend the Annual General Meeting (“AGM”) in person. A Depositor (whether individual or corporate) must either complete this Depositor Proxy Form to effect the appointment by CDP (as defined below) of the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM in respect of the Depositor(s) Shares or pre-register with the Company if such Depositor wishes to exercise his/her/its voting rights as a proxy of CDP at the AGM via electronic means.

We, The Central Depository (Pte) Limited (“CDP”), being a Member of SHANGHAI TURBO ENTERPRISES LTD., pursuant to a proxy form lodged or to be lodged by us with the Company (the “CDP Proxy Form”), have appointed, or will be appointing the person whose name and particulars are set out in Part I below (“Depositor(s)”), in respect of such number of shares (“Depositor(s) Shares”) set out against his/her/its name in the Depository Register maintained by CDP as at 5.00 p.m. on Friday, 26 June 2020 (the “Cut Off Date”), as our proxy to vote on our behalf at the AGM of the Company to be held via electronic means on **Tuesday, 30 June 2020 at 9.30 a.m.**, and at any adjournment thereof: hereby appoint

I.

--

OR, in the event the Company receives this Depositor Proxy Form which is:

- (i) duly completed and signed/executed by the said Depositor(s); and
- (ii) submitted by the requisite time and date, and to the requisite office as indicated below,

II. We hereby appoint the Chairman of the AGM, as our proxy to vote for us on our behalf at the AGM, provided that such details have been verified in Part V by the affixing of the seal or signature of or on behalf of the Depositor(s) named in Part I, and on the basis that the Chairman of the AGM is authorised to vote in respect of all of the Depositor(s) Shares. The Chairman of the AGM is hereby directed to vote for or against the resolutions to be proposed at the AGM as indicated hereunder. **If no specific direction as to voting is given, the appointment of the Chairman of the AGM as proxy will be treated as invalid.** We further hereby authorise and direct the Company to accept this Depositor Proxy Form(s) in respect of the Depositor(s) Shares.

No.	Resolutions relating to:	For	Against	Abstain
	<b>Ordinary Business</b>			
1.	Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2019			
2.	Re-election of Dr Daniel Liu Danjun as Director of the Company pursuant to Article 86(1) of the Company's Articles of Association			
3.	Re-election of Mr Zhang Wenjun as Director of the Company pursuant to Article 85(6) of the Company's Articles of Association			
4.	Re-election of Mr Shi Bin as Director of the Company pursuant to Article 85(6) of the Company's Articles of Association			
5.	Re-election of Mr Cheah Kian Choong as Director of the Company pursuant to Article 85(6) of the Company's Articles of Association			
6.	Re-election of Dr Pan Peiwen as Director of the Company pursuant to Article 85(6) of the Company's Articles of Association			
7.	Re-election of Mr Liew Yoke Pheng, Joseph as Director of the Company pursuant to Article 85(6) of the Company's Articles of Association			
8.	Re-election of Mr Goh Yeow Kiang, Victor as Director of the Company pursuant to Article 85(6) of the Company's Articles of Association			
9.	Approval of additional Directors' Fees amounting to RMB150,000 for financial year ended 31 December 2019			
10.	Approval of Directors' Fees amounting to RMB2,000,000 for financial year ending 31 December 2020			
11.	Re-appointment of Messrs. Crowe Horwath First Trust LLP as the Independent Auditor of the Company			
	<b>Special Business</b>			
12.	Authority to allot and issue shares			


Dated this          day of          2020

IV. The Central Depository (Pte) Limited



Signature of Director

V.

TO BE COMPLETED BY DEPOSITOR(S) IF HE/SHE/IT WISHES TO NOMINATE THE CHAIRMAN OF THE AGM AS PROXY			
For Individuals:	For Corporations:		
_____ Signature of Direct Account Holder	_____ Signature of Director	_____ Signature of Director/Secretary	_____ Common Seal

**IMPORTANT: PLEASE READ NOTES OVERLEAF CAREFULLY BEFORE COMPLETING THIS DEPOSITOR PROXY FORM**

## Notes:

- (1) The AGM is being convened, and will be held, by electronic means in accordance with the Additional Guidance on the Conduct of General Meetings During Elevated Safe Distancing Period and checklist jointly issued by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and Singapore Exchange Regulation on 13 April 2020, which are based on the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 and the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) (Amendment No. 2) Order 2020.
- (2) Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast, live audio-only webcast or live audio-only stream), submission of questions to the Chairman of the AGM in advance of the AGM, submission of questions during the AGM via an online, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman of the AGM as proxy at the AGM and/or voting electronically during the AGM, are set out in the accompanying document entitled “**Instructions to Members for Annual General Meeting 2020**”.
- (3) **PLEASE READ THE NOTES BELOW WHICH CONTAIN INSTRUCTIONS ON, INTER ALIA, THE APPOINTMENT OF THE CHAIRMAN OF THE AGM AS A DEPOSITOR’S PROXY TO ATTEND, SPEAK AND VOTE ON HIS/HER/ITS BEHALF AT THE AGM.**

- Part I
- (a) A Depositor whose name appears in the Depository Register (as defined in Section 81SF of the Securities and Futures Act) wishes to attend and vote at the AGM, then he/she/it must be shown to have shares entered against his name in the Depository Register, as certified by the CDP, at least forty-eight (48) hours before the time of the AGM.
  - (b) **Due to the current COVID-19 restriction orders in Singapore, a Depositor will NOT be able to attend the AGM in person. A Depositor (whether individual or corporate) must either complete this Depositor Proxy Form to effect the appointment by CDP of the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM in respect of the Depositor(s) Shares or pre-register with the Company if such Depositor wishes to exercise his/her/its voting rights as a proxy of CDP at the AGM via electronic means.** This Depositor Proxy Form may be accessed at the Company’s website at [www.shanghaiturbo.com](http://www.shanghaiturbo.com), and will also be made available on the website of the Singapore Exchange Securities Trading Limited at <https://www.sgx.com/securities/companyannouncements>.
  - (c) Where a Depositor (whether individual or corporate) appoints the Chairman of the AGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of each of the resolutions set out in this Depositor Proxy Form, failing which the appointment of the Chairman of the AGM as proxy will be treated as invalid.
- Part II
- (a) Please indicate with an “X” in the appropriate box against each resolution how you wish the Chairman of the AGM to vote. **If no specific direction as to voting is given, the appointment of the Chairman of the AGM as proxy will be treated as invalid.**
  - (b) A Direct Account Holder or a Depository Agent who wishes to appoint more than one proxy to attend the AGM must specify the proportion of shareholdings (expressed as a percentage of the whole) to be represented by each proxy. If no proportion of shareholdings is specified, the proxy whose name appears first shall be deemed to carry 100 per cent of the shareholdings of his/its appointor and the proxy whose name appears after shall be deemed to be appointed in the alternate.
- Part III
- (a) This Depositor Proxy Form, duly completed, must be submitted by the Depositor(s) in the following manner:
    - (i) if submitted by post, by depositing the duly completed Depositor Proxy Form at the office of the Company’s Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower Singapore 048623; or
    - (ii) if submitted electronically, by scanning and submitting the duly completed Depositor Proxy Form via email to the Company’s Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at [AGM.TeamE@boardroomlimited.com](mailto:AGM.TeamE@boardroomlimited.com),

**in either case, not later than 48 hours before the commencement of the AGM.**

**In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for Depositors to submit completed Depositor Proxy Forms by post, Depositors are strongly encouraged to scan and submit the completed Depositor Proxy Form electronically via email.**

- (b) If a Depositor(s) wishes to appoint the Chairman of the AGM as his/her/its proxy, this Depositor Proxy Form must be signed by the Depositor(s) or his/her/its attorney duly authorised in writing. In the case of Joint Depositor(s), all Joint Depositor(s) must sign this Depositor Proxy Form. If the Depositor(s) is a corporation, this Depositor Proxy Form must be executed under its common seal or under the hand of an officer or its attorney duly authorised. The power of attorney or other authority appointing the attorney or a notarially/duly certified copy thereof must be attached to this Depositor Proxy Form if it is signed by an attorney.

## PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s), the Direct Account Holder or Depository Agent accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 15 June 2020.

## GENERAL

The Company shall be entitled to reject a Proxy Form which is incomplete, improperly completed or illegible or where the true intentions of the Depositor are not ascertainable from the instructions of the Depositor specified on this Proxy Form.