

CHICMAX

Shanghai Chicmax Cosmetic Co., Ltd. 上海上美化妝品股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2145)

Proxy Form for the Extraordinary General Meeting to be held on Monday, 30 September 2024

I/We^(Note 1) _____
of _____
being the registered holder(s) of _____^(Note 2)
Unlisted Share(s)/H Share(s) (the "Shares") of RMB1.00 each of Shanghai Chicmax Cosmetic Co., Ltd. (the "Company") hereby appoint the Chairman of the extraordinary general meeting (the "2024 First EGM") of the Company or^(Note 1) _____
of _____
as my/our proxy to attend and act for me/us at the 2024 First EGM of the Company to be held at Meeting Room, 25 Floor, Building B, No. 3300 Zhongshan North Road, Putuo District, Shanghai, the PRC on Monday, 30 September 2024 at 2:00 p.m. or any adjournment thereof, for the purpose of considering and if thought fit, passing the resolutions set out in the notice convening the Meeting, and to vote on behalf of me/us under my/our name as indicated below^(Note 4) in respect of the resolutions to be proposed at the 2024 First EGM and any of its adjournment^(Note 4).

Unless otherwise indicated, capitalized terms used herein shall have the same meaning as those defined in the circular of the Company dated 13 September 2024 (the "Circular").

ORDINARY RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To consider and approve the proposed distribution of an interim dividend of RMB0.75 per share for the six months ended 30 June 2024.		
2.	To consider and approve the terms of the Product Sales Framework Agreement and the proposed annual caps for such transactions for each of the three years ending 31 December 2024, 2025 and 2026; and any Director or authorised representative of the chairman of the Board be and is hereby authorised to implement and take all steps and to do all acts and things as may be necessary or desirable to give effect and/or to complete the continuing connected transactions contemplated thereunder and all other matters ancillary thereto, and to sign and execute such further documents, or to do any other matters incidental thereto and/or as contemplated thereunder and to make changes or amendments to the aforesaid agreement, as such Director or authorised representative may in his/her absolute discretion deem fit.		
3.	To consider and approve the adjustment to remuneration of the independent non-executive Directors.		
SPECIAL RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To consider and approve the proposed amendments to the articles of association of the Company as set out in Appendix II to the Circular.		
2.	To consider and approve the proposed amendments to the Rules of Procedure for the General Meetings as set out in Appendix III to the Circular.		
3.	To consider and approve the proposed amendments to the Rules of Procedure for the Board of Directors as set out in Appendix IV to the Circular.		
4.	To consider and approve the proposed amendments to the Rules of Procedures for the Supervisory Committee as set out in Appendix V to the Circular.		

Date: _____

Signature(s)^(Note 3): _____

Notes:

- If any proxy other than the chairman of the meeting is preferred, please insert the full name and address of the proxy desired in the space provided. A holder entitled to attend and vote at the meeting of the Company is entitled to appoint one or more proxies to attend and vote on his/her behalf. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.** The proxy needs not be a member of the Company, but must attend the meeting (or any adjournment thereof) to represent you.
- Please insert the number of Unlisted Shares/H Shares for this proxy. If no number is inserted, this proxy form will be deemed to relate to all the shares registered in the name of the holder(s).
- 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 (a) person(s) authorised to sign on its behalf. In the case of joint shareholders, any one shareholder may sign this proxy form. The vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members in respect of the joint shareholding.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK (✓) IN THE RELEVANT BOX BELOW MARKED "AGAINST".** Failure to tick either box in respect of a resolution will entitle your proxy to cast your vote in respect of that resolution at 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 meeting other than those referred to in the notice convening the meeting.
- In order to be valid, a proxy form and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney, must be deposited at the Company's H share registrar of the Company in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shareholders); or to the business address of the Company in the PRC, at 25 Floor, Building B, No. 3300 Zhongshan North Road, Putuo District, Shanghai, PRC not less than 24 hours before the time appointed for the holding of the meeting (for holders of Unlisted Shares), not less than 24 hours before the time fixed for holding the meeting or any adjournment thereof.
- Completion and delivery of this proxy form will not preclude you from attending and voting at the meeting if you so wish.
- Please provide one certificate number, if possible, to facilitate processing.
- For the avoidance of doubt, we do not accept any special instructions written on this proxy form.
- The above description of the proposed ordinary and special resolutions is by way of summary only. The full text appears in the notice of the 2024 First EGM.