ORIENTAL UNIVERSITY CITY HOLDINGS (H.K.) LIMITED
東方大學城控股（香港）有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 8067)

FORM OF PROXY
IN CONNECTION WITH THE EXTRAORDINARY GENERAL MEETING

I/We *(Name)* _____ *(Note 1)*
of *(Address)* _____,
being the registered holder(s) of _____ *(Note2)*
ordinary shares in Orient University City Holdings (H.K.) Limited (the "**Company**" and the "**Shares**", respectively) hereby appoint *(Name)* _____ of *(Address)* _____ or failing him/her, the chairman of the meeting *(Note 3)* as my/our proxy to attend and vote for me/us and on my/our behalf at the extraordinary general meeting of the Company (the "**EGM**") to be held at Conference Room, Level 2, 100 Zhangheng Road, Oriental University City, Langfang Economic and Technological Development Zone, Langfang City, Hebei Province, the People's Republic of China 065001 on Friday, 12 January 2024 at 09:30 a.m. or its adjournment. My/Our proxy is authorized and instructed to vote as indicated *(Note 3)* in respect of the undermentioned resolution or on any resolution or motion which is proposed at the EGM:

Ordinary Resolution *(Note 4)*	**For** *(Note 5)*	**Against** *(Note 5)*
(i) To ratify, confirm and approve the sale and purchase agreement dated 4 July 2023 entered into between the Company as purchaser and Raffles Education Limited as vendor relating to the sale and purchase of 8,682,164 fully paid up ordinary shares of 4 Vallees Pte. Ltd.; and		
(ii) To authorize directors of the Company to execute all such documents and to take all such steps in relation to the foregoing.		

Dated this _____ day of _____ , 2024 Signature(s) _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS. The names of all joint registered holders should be stated**, but the signature of any one joint holders will be sufficient.
2. Please insert the number of Shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the Shares registered in your name(s).
3. A member of the Company (the "**Member**" or "**Shareholder**") may appoint one (or, if he/she/it holds two or more Shares, more than one) proxy of his/her/its own choice. If such an appointment is made, please insert the name of the person appointed as proxy in the space provided. A proxy need not be a Member.
4. The description of the above resolution is by way of summary only. The full text appears in the notice of the EGM.
5. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE APPROPRIATE BOX MARKED "AGAINST"**. Failure to complete a box will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the EGM other than that referred to in the notice of the EGM. If you wish to vote part of your Shares for and part of your Shares against the relevant resolution, please insert the number of Shares in the relevant box.
6. The form of proxy must be signed by the appointor or his/her/its attorney duly authorised in writing or, if such appointor is a corporation, must be either under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
7. In order to be valid, this form of proxy together with a power of attorney (if any) or other authority (if any) under which it is signed or a certified copy thereof, must be completed, signed and deposited at the Company's share registrar, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F., 148 Electric Road, North Point, Hong Kong, no later than 48 hours before the time appointed for holding the EGM or its adjournment. Completion and return of the form of proxy shall not preclude Members from subsequently attending and voting in person at the EGM (or its adjournment) should you so wish, and in such event, the form of proxy shall be deemed to be revoked.
8. Where there are joint registered holders of any Share, any one of such joint holders may vote at the EGM, either in person or by proxy, in respect of such Share as if he/she were solely entitled thereto, but if more than one of such joint holders is present at the EGM, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority shall be determined as that one of the said persons so present whose name stands first on the register in respect of such Share shall alone be entitled to vote in respect thereof.
9. Any alteration made to this form of proxy must be initialed by the person who signs it.
10. The Company reserves its right to treat any form of proxy which has been incorrectly completed in some manner as valid if such incorrectness is considered by the Company, at its absolute discretion, not material.
11. A Member or his/her/its proxy should produce proof of identity when attending the EGM. If a corporate Member appoints its representative to attend the EGM, such representative should produce proof of identity and a copy of the resolution of the board of directors or other governing body of that Member appointing such representative to attend the EGM.

PERSONAL INFORMATION COLLECTION STATEMENT

(i) "Personal Data" in these statements has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (the "**PDPO**").

(ii) Your supply of the personal data to the Company is on a voluntary basis and is used for processing your instructions and/or requests as stated in this form of proxy.

(iii) Your personal data will not be transferred to other third parties (other than the share registrar of the Company) unless it is a requirement to do so by law, for example, in response to a court order or a law enforcement agency's request and will be retained for such period as may be necessary for our verification and record purposes.

(iv) You have the right to request access to and/or correction of your personal data in accordance with the provisions of the PDPO. Any such request should be in writing addressed to the Personal Data Privacy Officer of Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F., 148 Electric Road, North Point, Hong Kong.