



# China ZhengTong Auto Services Holdings Limited

## 中國正通汽車服務控股有限公司

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 1728)

### Form of proxy for use at the Extraordinary General Meeting (or at any adjournment thereof) convened at 10:00 a.m. on Tuesday, 20 January 2026

I/We <sup>(Note 1)</sup> \_\_\_\_\_,  
of \_\_\_\_\_,  
being the registered holder(s) of \_\_\_\_\_ shares <sup>(Note 2)</sup> of  
HK\$0.10 each ("Shares") in the share capital of **China ZhengTong Auto Services Holdings Limited** 中國正通汽車服務控股有限公司 (the "Company")  
HEREBY APPOINT \_\_\_\_\_  
of \_\_\_\_\_  
or failing him, the Chairman of the Meeting as my/our proxy to attend and vote for me/us and on my/our behalf at the Extraordinary General Meeting (the "Meeting") of the Company to be held at Large Conference Room, 12th Floor, Guomao Business Center, No.669 Sishui Road, Huli District, Xiamen, Fujian Province, the PRC at 10:00 a.m. on 20 January 2026 (and at any adjournment thereof) in respect of the resolutions set out in the notice convening the Meeting (the "Notice") as hereunder indicated, and, if no such indication is given, as my/our proxy thinks fit.

Please tick ("✓") the appropriate boxes below to indicate how you wish your vote(s) to be cast on a poll <sup>(Note 4)</sup>.

ORDINARY RESOLUTION		FOR	AGAINST
1. <b>"THAT</b>	<p>(a) the terms and conditions of the sale and purchase agreement dated 5 December 2025 entered into between Xiamen ZhengTong Motors Group Co., Ltd. ("Xiamen ZhengTong") and Xiamen Xindeco Ltd. ("Xiamen Xindeco"), and Xiamen Xindeco ITG Automobile Group Co., Ltd. ("Xindeco ITG Automobile"), a copy of which has been produced to the Meeting and marked "A" and initialled by the chairman of the Meeting for the purpose of identification, pursuant to which Xiamen ZhengTong has conditionally agreed to purchase, and Xiamen Xindeco has conditionally agreed to sell, 100% of the equity interest of Xindeco ITG Automobile and all transactions contemplated thereunder, be and are hereby approved, confirmed and ratified;</p> <p>(b) the terms and conditions of the sale and purchase agreement dated 5 December 2025 entered into between Tongda Group (China) Co., Ltd. ("Tongda Group"), Rising Wave Development Limited ("Rising Wave"), Hong Kong Sindanol Limited ("Sindanol"), Xindeco Resources (Singapore) Pte. Ltd. ("Xindeco (Singapore)") and ITG Auto (Thailand) Co., Ltd. ("ITG Auto (Thailand)"), a copy of which has been produced to the Meeting and marked "B" and initialled by the chairman of the Meeting for the purpose of identification, pursuant to which Tongda Group and Rising Wave have conditionally agreed to purchase, and Sindanol and Xindeco (Singapore) have conditionally agreed to sell, 100% of the issued share capital of ITG Auto (Thailand) and all transactions contemplated thereunder, be and are hereby approved, confirmed and ratified;</p> <p>(c) the chairman of the Company ("Chairman") or such person authorized by the Chairman be and are authorized to do all such further acts and things and to sign and execute all such documents and to take all such steps which in their absolute opinion may be necessary, appropriate, desirable or expedient to implement and/or give effect to any matter relating to or incidental to the above transactions."</p>		

Date this \_\_\_\_\_ day of \_\_\_\_\_ 2025/2026 <sup>(Note 5)</sup> Signed <sup>(Note 6)</sup> \_\_\_\_\_

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
2. Please insert the number of shares of HK\$0.10 each registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
3. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a member of the Company. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PLACE A "✓" IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A "✓" IN THE RELEVANT BOX MARKED "AGAINST".** Failure to complete the boxes will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the Notice convening the Meeting.
5. Please delete as appropriate.
6. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorized.
7. If more than one of the joint holders be present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of the relevant shares shall alone be entitled to vote in respect thereof.
8. To be valid, this form of proxy, together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority, must be deposited at the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited (the "Branch Share Registrar") at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not less than 48 hours (i.e. before Sunday, 18 January 2026 at 10:00 a.m.) before the time for holding the Meeting or adjourned Meeting (as the case may be). Completion and delivery of the form of proxy will not preclude you from attending and voting at the Meeting should you so wish. In such event, the form of proxy shall be deemed to be revoked.
9. Any alteration made in this form of proxy must be initialed by the person who signs it.
10. References to time and dates in this form of proxy are to Hong Kong time and dates.
11. The full resolution is set out in the notice of the Meeting dated 24 December 2025.

**PERSONAL INFORMATION COLLECTION STATEMENT**

- "Personal Data" in this statement has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO"). Your Personal Data is supplied to the Company on a voluntary basis. Failure to provide sufficient information may render the Company not able to process your instructions and/or request as stated in this proxy form.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, the principal share registrar in Cayman Islands, the Branch Share Registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for verification and record purposes.
- 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 for access to and/or correction of your Personal Data should be in writing and sent to the Personal Data Privacy Officer of the Branch Share Registrar (the address stated in note 8 above).