



SUN ART RETAIL GROUP LIMITED

高鑫零售有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 06808)

Number of shares to which this
form of proxy relates^(Note 1)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON THURSDAY, 14 AUGUST 2025 AT 4:30 P.M.

I/We^(Note 2)

of _____ being the registered holder(s)

of _____ shares in the issued share capital of Sun Art Retail Group Limited 高鑫零售有限公司

(the “Company”) hereby appoint the Chairman of the meeting^(Note 3) or _____

of _____

as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the annual general meeting (the “Annual General Meeting”) of the Company for the year 2025 to be held at 24/F., Admiralty Centre 1, 18 Harcourt Road, Admiralty, Hong Kong on Thursday, 14 August 2025 at 4:30 p.m. (and at any adjournment thereof).

Please tick (“/”) the appropriate boxes to indicate how you wish your vote(s) to be cast^(Note 4).

ORDINARY RESOLUTIONS*		FOR	AGAINST
1.	To receive the audited consolidated financial statements of the Company and the reports of the directors (the “Directors”) and auditors for the year ended 31 March 2025.		
2.	To declare a final dividend of HK\$0.17 per share of the Company for the year ended 31 March 2025.		
3.	(a) To re-elect Mr. Julian Juul WOLHARDT as a Non-Executive Director.		
	(b) To re-elect Ms. Guannan WANG as a Non-Executive Director.		
	(c) To re-elect Ms. Mengxue MEI as a Non-Executive Director.		
	(d) To re-elect Mr. YIH Lai Tak, Dieter as an Independent Non-Executive Director.		
	(e) To authorize the board of Directors (the “Board”) to fix the Directors’ remuneration.		
4.	To appoint KPMG as auditors of the Company following the retirement of PricewaterhouseCoopers with effect from the conclusion of Annual General Meeting and to authorize the Board to fix their remuneration.		
5.	To give a general mandate to the Directors to buy back shares of the Company not exceeding 10% of the total number of issued shares (excluding treasury shares, if any) of the Company as at the date of passing of this resolution.		
6.	To give a general mandate to the Directors to issue, allot and deal with additional shares of the Company (including any sale or transfer of treasury shares held under the name of the Company) not exceeding 20% of the total number of issued shares (excluding treasury shares, if any) of the Company as at the date of passing of this resolution.		
7.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares (including any sale or transfer of treasury shares held under the name of the Company) in the capital of the Company by the aggregate number of the shares bought back by the Company.		
SPECIAL RESOLUTION*		FOR	AGAINST
8.	To approve and adopt the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.		

* The full text of the resolutions is set out in the notice of the Annual General Meeting.

Date: _____ 2025

Signature(s)^(Note 5) _____

Notes:

- Please insert the number of shares 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). If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified.
- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- If any proxy other than the Chairman of the meeting is preferred, please strike out the words “the Chairman of the meeting” and insert the name and address of the proxy desired in the space provided. Any shareholder of the Company entitled to attend and vote at the ANNUAL GENERAL MEETING is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a shareholder of the Company. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him/her.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (“/”) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (“/”) THE BOX MARKED “AGAINST”.** If no direction is given, your proxy will vote or abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the ANNUAL GENERAL MEETING other than those referred to in the notice convening the ANNUAL GENERAL MEETING.
- This form of proxy must be signed by you or your attorney duly authorized in writing. In case of a corporation, the same must be either under its common seal or under the hand of an officer or attorney so authorized. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- In case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the Register of Members of the Company.
- In order 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 thereof, must be deposited at the Company’s share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the ANNUAL GENERAL MEETING (i.e. not later than 4:30 p.m. on Tuesday, 12 August 2025 (Hong Kong time)) or the 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 ANNUAL GENERAL MEETING if you so wish.
- References to time and dates in this form of proxy are to Hong Kong time and dates.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the ANNUAL GENERAL MEETING of the Company (the “Purposes”). We may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company.