



YONGAN HOLDINGS

浙江永安融通控股股份有限公司

ZHEJIANG YONGAN RONGTONG HOLDINGS CO., LTD.*

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 8211)

**PROXY FORM FOR USE AT THE ANNUAL GENERAL MEETING
TO BE HELD ON WEDNESDAY, 15 MAY 2019**

| | |
|---|--|
| No. of Shares to which this Proxy relates ^(note 2) | |
| Type of Shares to which this Proxy relates | Domestic Shares/H Shares ^(note 3) |

I/We ^(note 1) _____

of _____,
being registered holder(s) of Domestic Share(s) / H Share(s) ^(note 3) in 浙江永安融通控股股份有限公司 (Zhejiang Yongan Rongtong Holdings Co., Ltd.*) (the "Company") **HEREBY APPOINT** _____

of _____ ^(note 4),
or failing him/her, the Chairman of the annual general meeting (the "AGM") as my/our proxy(ies) to attend and vote on my/our behalf at the AGM of the Company to be held at the Conference Room of the Office Building of the Company at Yangxun Qiao Town, Keqiao Qu, Shaoxing, Zhejiang Province, the People's Republic of China (the "PRC") on Wednesday, 15 May 2019 at 10:00 a.m. (or at any adjournment thereof) for the purposes of considering and if thought fit, passing the resolutions set out in the notice convening the AGM dated 29 March 2019. I/We direct that my/our vote(s) be cast on the resolutions below as indicated by an "√" in the appropriate boxes. In absence of any indication, the proxy may vote for or against the resolution(s) at his/her own discretion.

| ORDINARY RESOLUTIONS | | For ^(note 5) | Against ^(note 5) |
|----------------------|---|-------------------------|-----------------------------|
| 1. | To approve the report of the board of directors of the Company (the "Board") for the year of 2018. | | |
| 2. | To approve the report of the supervisory committee of the Company for the year of 2018. | | |
| 3. | To approve the audited consolidated financial statements and the auditor's report of the Company and its subsidiaries for the year ended 31 December 2018. | | |
| 4. | To appoint Shinewing (HK) CPA Limited as international auditors for the year ending 31 December 2019 and Zhejiang Zhongxing CPA Company Limited as domestic auditors for the year ending 31 December 2019, and to authorise the Board to determine their remuneration and enter into the service contracts with them. | | |
| 5. | To re-elect Ms. He Lianfeng ("Ms. He") as an executive Director and to authorise the Board to enter into a service contract with Ms. He. | | |
| 6. | To appoint Mr. Leng Peng ("Mr. Leng") as an independent non-executive Director and to authorise the Board to enter into a letter of appointment with Mr. Leng. | | |
| 7. | To appoint Mr. Zhu Weizhou ("Mr. Zhu") as an independent non-executive Director and to authorise the Board to enter into a letter of appointment with Mr. Zhu. | | |
| 8. | To re-elect Ms. Wang Ai Yu ("Ms. Wang") as a shareholder representative supervisor and to authorise the Board to enter into a service contract with Ms. Wang. | | |

| SPECIAL RESOLUTION | | For <i>(note5)</i> | Against <i>(note5)</i> |
|--------------------|--|--------------------|------------------------|
| 9. | To consider and approve the grant of a general mandate to the Board to issue, allot and deal with new overseas foreign listed shares of the Company (“H Shares”) and/or domestic shares of the Company (“Domestic Shares”) not exceeding 20% of the total number of each of the H Shares or Domestic Shares in issue in each case on the date of passing of this resolution; and authorise the Board to increase the Company’s registered share capital corresponding to the relevant number of Shares allotted and issued upon the exercise of such general mandate and make corresponding amendments to the articles of association of the Company so as to reflect the change in the share capital structure of the Company upon the allotment or issuance of such H Shares and/or Domestic Shares. | | |

Signature(s)^(note 8) _____ Dated this _____ day of _____
Registered Holder(s) of Domestic Share(s)/H Share(s)^(note 3)

Notes:

1. Full name(s) (in Chinese and English) and registered address(es) (as shown in the register of members of the Company) are to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated. Only one of the joint holders needs to sign (but see note 6 below).
2. Please insert the number of Domestic Share(s) or H Share(s) in the Company 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 in the Company registered in your name(s).
3. Please delete as appropriate.
4. A holder of Domestic Share(s) or H Share(s) entitled to attend and vote at the AGM is entitled to appoint one or more proxy(ies) to attend the AGM and, on poll, to vote on his/her behalf. A proxy need not be a member of the Company but must attend the AGM in person to represent you. Please insert the full name(s) (in Chinese and English) and address(es) of the proxy(ies) desired in the space provided. If no name is inserted, the duly appointed chairman of the AGM will act as your proxy. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
5. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (“/”) IN THE RELEVANT BOX BELOW THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (“/”) IN THE RELEVANT BOX BELOW THE BOX MARKED “AGAINST”.** If you do not indicate how you wish your proxy to vote, your proxy will be entitled 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 AGM other than those referred to in the notice convening the AGM.
6. Where there are joint holders of any shares in the Company, any one of such persons may vote at the AGM either personally, or by proxy, in respect of such shares in the Company as if he/she was solely entitled thereto, and if more than one of such joint holders are present at the AGM personally or by proxy, the joint holder whose name stands first on the register of members of the Company in respect of the relevant joint holding shall alone be entitled to vote.
7. To be valid, this completed and signed form of proxy, together with any power of attorney or other authorisation (if any) under which it is signed or a notarially certified copy of such power of attorney or authorisation, must be delivered to the Company’s legal address in the PRC at Yangxun Qiao Town, Keqiao Qu, Shaoxing, Zhejiang Province, the PRC (for holders of Domestic Shares), or deposited at the office of the Company’s H Share registrar, Union Registrars Limited, Suites 3301-04, 33/F, Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong (for holders of H Shares) not less than 24 hours before the time fixed for the AGM or any adjournment thereof.
8. This form of proxy must be signed by you or your attorney duly authorised in writing or, in case of a corporation, must either be executed under its common seal or under the hand of its legal representative, director(s) or duly authorised attorney(s) to it.
9. Completion and return of this form of proxy will not preclude you from attending and voting in person at the AGM if you so wish and in such event, this form of proxy shall be deemed revoked.

* For identification purpose only