



China Boqi Environmental (Holding) Co., Ltd.

中國博奇環保(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2377)

FORM OF PROXY FOR USE AT EXTRAORDINARY GENERAL MEETING

I/We (Name) _____ (Block capitals) of
(Address) _____ being the holder(s) of
_____ (see Note 2) shares of US\$0.00001 each in the capital of China Boqi Environmental (Holding)
Co., Ltd. (the “Company”), hereby appoint (Name) _____ of
(Address) _____ or failing him/her
(Name) _____ of
(Address) _____ or failing him/her,
the chairman of the EGM (see Note 3) as my/our proxy to attend and vote for me/us and on my/our behalf at the EGM of the Company to be held at the conference room of the Company at Floor 2, Guoben Culture Building, No. Jia 8, Xinglongzhuang, Chaoyang District, Beijing, the PRC on Friday, 29 December 2023 at 10:30 a.m. (the “EGM”), and at any adjournment thereof or on any resolution or motion which is proposed thereat. My/our proxy is authorised and instructed to vote as indicated (see Note 4) in respect of the undermentioned resolutions:

| Ordinary Resolutions (see Note 4) | | For | Against |
|-----------------------------------|--|-----|---------|
| (1) | To consider and, if thought fit, to approve the No. 1-2 Yangxi Facilities Asset Transfer of Desulfurization and Denitrification Projects Agreement and transactions contemplated thereunder. | | |
| (2) | To consider and, if thought fit, to approve the 2023 Supplemental Agreement and transactions contemplated thereunder. | | |
| (3) | To consider and, if thought fit, to approve the No. 5-6 Yangxi Facilities Maintenance Service Supplemental Agreement and transactions contemplated thereunder. | | |
| (4) | To consider and, if thought fit, to approve the No. 1-6 Yangxi Facilities Coal Conveying System and Dock System Maintenance Service Agreement and transactions contemplated thereunder. | | |
| (5) | To consider and, if thought fit, to approve the Proposed Annual Caps. | | |
| (6) | To authorise the Directors, acting together, individually or by committee, to take such actions, do all such acts and things and execute all such further documents or deeds as they may consider necessary, appropriate, desirable or expedient for implementation of or giving effect to the No. 1-2 Yangxi Facilities Asset Transfer of Desulfurization and Denitrification Projects Agreement, the 2023 Supplemental Agreement, the No. 5-6 Yangxi Facilities Maintenance Service Supplemental Agreement, the No. 1-6 Yangxi Facilities Coal Conveying System and Dock System Maintenance Service Agreement and transactions contemplated thereunder (including the Proposed Annual Caps). | | |

Dated this _____ day of _____ 2023 Signature(s) _____ (see Note 5 and 6)

Notes:

- Unless the context otherwise requires, capitalised terms used in this proxy form have the same meanings as defined in the circular of the Company dated 12 December 2023 and to which this proxy form relates.
- 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 in the capital of the Company registered in your name(s).
- A member may appoint more than one proxy of his/her own choice. If such an appointment is made, strike out the words “the chairman of the EGM”, and insert the name(s) of the person(s) appointed as proxy in space provided. Any alteration made to this form of proxy must be initialled by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED “For”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED “Against”.** Failure to tick 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 those referred to in the notice convening the EGM. Descriptions of relevant resolutions may only provide a summary of the resolutions. Please refer to the notice convening the EGM dated 12 December 2023 for the full text.
- If the appointor is a corporation, this form must be under common seal or under the hand of an officer, attorney, or other person duly authorised on that behalf.
- In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated. Where there are joint holders of any share of the Company, 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 be 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.
- To be valid, this form of proxy must be completed, signed and deposited at the Company’s share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof) as soon as possible and in any event not later than 10:30 a.m. on Wednesday, 27 December 2023 (not less than 48 hours before the holding of the EGM or any adjournment thereof). The completion and return of the form of proxy shall not preclude the shareholders of the Company from attending and voting in person at the EGM (or any adjourned meeting thereof) if they so wish.
- A proxy need not be a shareholder of the Company.