Grown Up Group Investment Holdings Limited
植華集團投資控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 1842)

FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING (OR ANY ADJOURNMENT THEREOF)

I/We *(note 1)* ____

of ____

being the registered holder(s) of ______________________ shares *(note 2)* of HK$0.01 each in the capital of **Grown Up Group Investment Holdings Limited 植華集團投資控股有限公司** (the "**Company**"), **HEREBY APPOINT THE CHAIRMAN OF THE MEETING** or *(note 3)* ____

of ____

as my/our proxy to attend at the extraordinary general meeting ("**EGM**") of the Company to be held at Flat D, 7/F, Block 2, Tai Ping Industrial Centre, 55 Ting Kok Road, Tai Po, New Territories, Hong Kong Friday, 22 November 2024 at 10:00 a.m. (and at any adjournment thereof) and vote for me/us as indicated below *(note 4)*.

	ORDINARY RESOLUTIONS*	FOR	AGAINST
1.	To consider and approve the Revision of 2024 Annual Cap under the Existing Framework Supply Agreement (as defined and described in the Circular).		
2.	To consider and approve the entering into the New Framework Supply Agreement as defined and described in the Circular and all the transactions (together with the Proposed Annual Caps) contemplated thereunder.		

Dated ______________ day of ______________ 2024 Signature(s) ______________________________

Notes:

1. Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
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 the name(s) of the holder appearing in this form of proxy.
3. Please insert the name and address of the proxy. If no name is inserted, the chairman of the meeting will act as the proxy. A shareholder may appoint one or more proxies to attend, speak and vote in his/her stead at the meeting provided that each proxy is appointed to represent the respective number of shares held by the shareholder as specified in the relevant forms of proxy. The proxy does not need to be a shareholder of the Company.
4. **If you wish to vote for a resolution, tick (✓) in the relevant box below marked "FOR". If you wish to vote against a resolution, tick (✓) in the relevant box below marked "AGAINST". If you wish to use less than all your votes, or to cast some of your votes "FOR" and some of your votes "AGAINST" a particular resolution, you must write the number of votes in the relevant box(es).** Failure to tick either box or write the number of votes in the box in respect of a resolution will entitle your proxy to cast your vote in respect of that resolution at his/her discretion or to abstain from voting. Your proxy will also be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the meeting other than those referred to in the notice of the EGM.
5. This form of proxy must be signed by you or your agent duly authorised in writing or, in the case of a corporation, must either be executed under its common seal or be signed by an officer or agent duly authorised in writing.
6. In the case of joint registered holders of any shares, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such shares as if he/she were solely entitled thereto but the vote of the senior holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the Company's register of members in respect of the relevant joint holding.
7. To be valid, the completed form of proxy must be received by the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong at least 48 hours (i.e. 10:00 a.m. on Wednesday, 20 November 2024) before the time appointed for holding the EGM or any adjourned meeting (as the case may be). If a form of proxy is signed by an attorney of a shareholder who is not a corporation, the power of attorney or other authority under which it is signed or a certified copy of that power of attorney or authority (such certification to be made by either a notary public or a solicitor qualified to practice in Hong Kong) must be delivered to the Company's Hong Kong branch share registrar and transfer office together with the form of proxy.
8. Any alteration made to this form of proxy should be initialed by the person who signed the form.
9. Completion and return of this form of proxy will not preclude you from attending and voting in person at the EGM or any adjourned meeting (as the case may be) if you so wish. If you attend and vote at the EGM, this form of proxy will be deemed to be revoked.

* *Full text of the resolutions is set out in the notice of EGM and the circular of the Company dated 6 November 2024 and despatched to the shareholders of the Company together with this form of proxy.*