



比亞迪電子（國際）有限公司
BYD ELECTRONIC (INTERNATIONAL) COMPANY LIMITED
(incorporated in Hong Kong under the Companies Ordinance with limited liability)
(Stock Code: 285)

**Form of proxy for use at the extraordinary general meeting (the “EGM”)
to be held on Monday, 29 June 2020 (and at any adjournment thereof)**

I/We ^(Note 1) _____
of _____,
being the registered holder(s) of _____ shares ^(Note 2) in the share capital of
BYD Electronic (International) Company Limited (the “Company”) HEREBY APPOINT THE CHAIRMAN OF THE
MEETING ^(Note 3), or _____
of _____
as my/our proxy to vote and act for me/us and on my/our behalf at the EGM (and any adjournment thereof) of the
Company to be held at the conference room of BYD Company Limited, No. 3009, BYD Road, Pingshan District,
Shenzhen, the People’s Republic of China at 10:00 a.m. on Monday, 29 June 2020 for the purposes of considering and,
if thought fit, passing the resolution as set out in the notice convening the said meeting (the “Notice”) and as hereunder
indicated, and, if no such indication is given, as my/our proxy thinks fit ^(Note 4).

| ORDINARY RESOLUTION | FOR | AGAINST |
|---|-----|---------|
| To approve the Supplemental Agreement and the transactions contemplated thereunder and the Proposed Annual Cap. | | |

Dated this _____ day of _____ 2020 Signed _____

Notes:

1. name(s) and address(es) to be inserted 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 in the capital of the Company registered in your name(s).
3. If any proxy other than the Chairman is preferred, strike out “**THE CHAIRMAN OF THE MEETING** or” here inserted and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE APPROPRIATE BOXES MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE APPROPRIATE BOXES MARKED “AGAINST”.** Failure to tick any or all the boxes will entitle your proxy to cast your votes (if at all) at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting in addition to those referred to in the Notice convening the meeting.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation must be either executed under its common seal or under the hand of an officer or attorney or other person duly authorised to sign the same.
6. Every member of the Company entitled to attend and vote at the above meeting is entitled to appoint more than one proxy to attend and vote instead of him. A proxy need not be a member of the Company but must attend the meeting in person to represent you.
7. In the case of joint holders of a share, if more than one of such joint holder be present at any meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company.
8. To be valid, this form of proxy together with the power of attorney (if any) or other authority under which it is signed or a notarially certified copy thereof, must be deposited at the Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, for registration not less than 48 hours before the time appointed for holding the meeting and any adjourned meeting.
9. Completion and delivery of the form of proxy will not preclude you from attending and voting at EGM if you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.