



GOME RETAIL HOLDINGS LIMITED

國美零售控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 493)

FORM OF PROXY FOR USE AT SPECIAL GENERAL MEETING

I/We¹ _____
of _____
being the registered holder(s) of _____ Shares²
of HK\$0.025 each in the capital of GOME Retail Holdings Limited (the “Company”), **HEREBY APPOINT THE CHAIRMAN OF THE MEETING**, or³ _____
of _____

as my/our proxy to attend and vote for me/us at the special general meeting (or at any adjournment thereof) of the Company (the “**Special General Meeting**”) to be held at Forum Room I, Basement 2, Regal Hong Kong Hotel, 88 Yee Wo Street, Causeway Bay, Hong Kong on Thursday, 10 April 2025 at 2:30 p.m. and to vote for me/us as indicated below or, if no such indication is given, as my/our proxy thinks fit.

The full text of each of the resolutions is set out in the notice of the special general meeting dated 25 March 2025. Capitalised terms used in the circular of the Company dated 25 March 2025 shall have the same meanings when used in this proxy form.

		FOR ⁴	AGAINST ⁴
ORDINARY RESOLUTIONS			
1.	To approve the 2025 Master Merchandise Purchase Agreement and the transactions contemplated thereunder.		
2.	To approve the 2025 Master Merchandise Supply Agreement and the transactions contemplated thereunder.		

Date this _____ 2025

Signature(s)⁵: _____

Notes:

1. Full 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, the form of proxy will be deemed to relate to all the shares in 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 INITIALED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED “AGAINST”.** Failure to complete any or all boxes will entitle your proxy to cast his votes at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Special General Meeting other than those referred to in the notice convening the Special General 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 under its common seal or under the hand of an officer or attorney duly authorised.
6. Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.
7. To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or notarially certified copy thereof, must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time for holding the meeting or any adjournment thereof.
8. The proxy need not be a member of the Company but must attend the Special General Meeting in person to represent you.

* For identification purpose only