



Vala Inc.

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 2051)

FORM OF PROXY

For use at the annual general meeting on Wednesday, 24 June 2026 (or any adjournment or postponement thereof)

I/We ^(Note a) _____
of _____
being the registered holder(s) of ^(Note b) _____ ordinary share(s) of US\$0.00001 each in
the capital of Vala Inc. (the “Company”) hereby appoint the chairman of the annual general meeting (the “AGM”) of the Company,
or _____
of _____
to act as my/our proxy ^(Note c) to attend the AGM to be held at Room 3, 10/F., United Conference Centre, United Centre, 95 Queensway, Admiralty, Hong
Kong on Wednesday, 24 June 2026 at 11:00 a.m. or at any adjournment or postponement thereof and to speak and vote on my/our behalf as directed
below:

Please tick (✓) in the appropriate box below to indicate how you wish your vote(s) to be cast.

ORDINARY RESOLUTIONS		FOR ^(Note d)	AGAINST ^(Note d)
1.	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and of the auditor of the Company for the year ended 31 December 2025.		
2.	(i) To re-elect Mr. Sun Haitao as an executive Director of the Company;		
	(ii) To re-elect Mr. Xu Xuchu as an independent non-executive Director; and		
	(iii) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.		
3.	To re-appoint Zhonghui Anda CPA Limited as the Company’s auditor to hold office until conclusion of the next annual general meeting at a fee to be agreed with the board of directors of the Company.		
4.	To grant a general mandate to the directors of the Company to issue, allot and deal with additional shares of the Company (including any sale or transfer of treasury shares out of treasury) not exceeding 20% of the total number of issued shares of the Company as at the date of passing this resolution (excluding treasury shares, if any).		
5.	To grant a general mandate to the directors of the Company to repurchase the Company’s shares not exceeding 10% of the total number of issued shares of the Company as at the date of passing this resolution (excluding treasury shares, if any).		
6.	To extend the general mandate granted to the Company’s directors to issue, allot and deal (including any sale or transfer out of treasury) with additional shares of the Company by the total number of shares repurchased by the Company.		
7.	To consider and approve the adoption of the 2026 Share Award Plan.		
SPECIAL RESOLUTIONS		FOR ^(Note d)	AGAINST ^(Note d)
8.	To consider and approve the proposed amendments to the fourth amended and restated memorandum of association and fourth amended and restated articles of association of the Company and to adopt the fifth amended and restated memorandum of association and fifth amended and restated articles of association of the Company.		

Date: _____

Signature: ^(Notes e, f, g and h) _____

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- 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 proxy needs not be a shareholder of the Company. If you wish to appoint some person other than the chairman of the AGM as your proxy, please delete the words “the chairman of the annual general meeting (the “AGM”) of the Company, or” and insert the name and address of the person appointed as your proxy in the space provided.
- Please indicate with a tick (✓) in the relevant box the way you wish your vote to be cast. If this form of proxy when returned is duly signed but without specific direction on the proposed resolution, the proxy will vote or abstain at his/her/its discretion in respect of the proposed resolution. A proxy will also be entitled to vote or abstain at his/her/its discretion on any a resolution properly put to the AGM other than those set out in the notice of the AGM.
- In the case of joint registered holders of any share(s), this form of proxy may be signed by any joint registered holders, but if more than one joint registered holders are present at the AGM, whether in person or by proxy, that one of the joint registered holders whose name stands first on the Company’s register of members in respect of the relevant jointly registered share shall alone be entitled to vote in respect thereof to the exclusion of the votes of the other joint registered holders.
- This form of proxy must be signed by a shareholder of the Company, or his/her/its attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the Company’s Hong Kong share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 48 hours before the time appointed for holding of the AGM (i.e. by 11:00 a.m. on Monday, 22 June 2026) or any adjournment or postponement thereof.
- Any alteration made to this form should be initialled by the person who signs the form.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment or postponement thereof if you so wish.
- References to time and dates in this form of proxy are to Hong Kong time and dates.
- Please refer to the notice of the AGM for the full text of the resolutions.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the AGM (the “Purposes”). We may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company’s Hong Kong share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.