比亞迪股份有限公司

BYD COMPANY LIMITED

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1211)

Website: http://www.byd.com

PROXY FORM FOR HOLDERS OF H SHARES FOR USE AT THE EXTRAORDINARY GENERAL MEETING (THE "EGM") OR ANY ADJOURNMENT THEREOF

I/We *(note 1)* ______________________________

of ______________________________ *(note 1)*

being the registered holder(s) of ______________________________ *(note 2)*

H shares in **BYD COMPANY LIMITED** (the "**Company**"), **HEREBY APPOINT** *(note 3)* the Chairman of the meeting

or ______________________________

of ______________________________

or failing him ______________________________

of ______________________________

as my/our proxy to attend and act for me/us at the EGM of the Company to be held on Tuesday, 30 November 2021 at 10:00 a.m. (or at any adjournment thereof) at the Company's Conference Room, No. 3009, BYD Road, Pingshan District, Shenzhen, the People's Republic of China and to vote at such meeting in respect of the resolutions as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

	SPECIAL RESOLUTIONS	**For** *(note 4)*	**Against** *(note 4)*	**Abstain** *(note 4)*
1.	To consider and approve the amendments to the Articles of Association as set out in Appendix I to the circular dated 13 November 2021 of the Company (the"**Circular**").			
2.	To consider and approve the Rules of Procedures of Meetings of the Board of the Company as set out in Appendix II to the Circular.			
3.	To consider and approve the Rules of Procedures of Meetings of the Supervisory Committee of the Company as set out in Appendix III to the Circular.			
	ORDINARY RESOLUTIONS			
4.	To consider and approve the Compliance Manual in relation to Independent Directors of the Company as set out in Appendix IV to the Circular.			
5.	To consider and approve the Management System for the Funds Raised of the Company as set out in Appendix V to the Circular.			
6.	To consider and approve the Compliance Manual in relation to Connected Transactions of the Company as set out in Appendix VI to the Circular.			
7.	To consider and approve the Rules for the Selection and Appointment of Accountants' Firm of the Company as set out in Appendix VII to the Circular.			
8.	To consider and approve the Policy on External Guarantee of the Company as set out in Appendix VIII to the Circular.			

Dated: ______________________________ Signature *(note 5)*: ______________________________

Notes:

1. Please insert full name(s) and address(es) in block capitals.
2. Please insert clearly the number of H shares in the Company registered in your name(s) in respect of which the proxy is so appointed. If no such number is inserted, the proxy will be deemed to be appointed in respect of all the H Shares in the Company registered in your name(s).
3. Where the proxy appointed is not the Chairman of the meeting, please cross out "the Chairman of the meeting or" and fill in the name(s) and address(es) of the proxy desired in the space provided. Each shareholder is entitled to appoint one or more than one proxy to attend and vote at the meeting on his behalf. The proxy need not be a member of the Company. The person who signs this proxy form shall initial against it any alteration in it.
4. Important: if you wish to vote for any resolution, tick in the box marked "For". If you wish to vote against any resolution, tick in the box marked "Against". If you wish to abstain from voting in respect of any resolution, tick in the box marked "Abstain", and your voting will be counted in the total number of votes cast in that resolution for the purpose of calculating the result of that resolution. Failure to tick any box will entitle your proxy to cast your vote at his discretion.
5. This proxy form must be signed by you or your attorney duly authorised in writing (in this case, the power of attorney must be notarially certified) or, in the case of a corporation or institution, either under the corporate seal or under the hand of the chairman of its board of directors or attorney duly authorised in writing.
6. To be valid, this proxy form, and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or other authority (if applicable), must be deposited for the holders of the H Shares of the Company at the following address of Computershare Hong Kong Investor Services Limited not less than 24 hours before the time appointed for the holding of the meeting.

   Computershare Hong Kong Investor Services Limited's address is:

   17M Floor, Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong
7. Any alteration made to this proxy form must be initialled by the person(s) who sign it.