



**富貴鳥股份有限公司**  
**FUGUINIAO CO., LTD.**

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

(Stock Code: 1819)

**REVISED FORM OF PROXY FOR THE CLASS MEETING OF THE HOLDERS OF H SHARES  
TO BE HELD ON FRIDAY, 17 JUNE 2016**

Number of shares to which this proxy form relates <sup>(Note 1)</sup>	
---	--

I/we <sup>(Note 2)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ H shares <sup>(Note 3)</sup> of RMB1.00  
each in the share capital of Fuguiniao Co., Ltd. (the "Company"), hereby appoint the chairman of the meeting,  
or <sup>(Note 4)</sup> \_\_\_\_\_  
of \_\_\_\_\_

as my/our proxy to attend and vote for me/us and on my/our behalf at the class meeting of the holders of H shares (the "H Shareholders' Class Meeting") to be held at the meeting room of 4th Floor, Office Building, Fuguiniao Industrial Park, East Section, Baqi Road, Shishi City, Fujian Province, the People's Republic of China (the "PRC") on Friday, 17 June 2016 immediately after the conclusion of the class meeting of the holders of domestic shares to be held on the same date and at any adjournment thereof as indicated hereunder in respect of the resolutions set out in the notice of H Shareholders' Class Meeting dated 26 April 2016. In the absence of any indication, the proxy may vote at his/her own discretion.

Special Resolutions		For <sup>(Note 5)</sup>	Against <sup>(Note 5)</sup>
1.	To consider and approve the Company's fulfillment of the requirements of the initial public offering and the listing of A shares ("A Share Offering");		
2.	To consider and approve the proposed A Share Offering:	/	/
	(a) Class of shares to be issued;		
	(b) Nominal value per share;		
	(c) Offering size;		
	(d) Target subscribers;		
	(e) Method of offering;		
	(f) Price methodology;		
	(g) Place of listing;		
	(h) Form of underwriting;		
	(i) Time of issuance;		
	(j) Conversion into a joint stock company with limited liability with domestic and overseas listed shares; and		
	(k) Valid period of the resolutions;		
3.	To consider and approve the feasibility analysis report on the use of proceeds from the A Share Offering;		
4.	To consider and approve the distribution plan of the accumulated undistributed profits before the A Share Offering;		
5.	To consider and approve the dividend return plan within three years after the A Share Offering;		
6.	To consider and approve the dilution of immediate return arising from the A Share Offering and remedial measures;		

7.	To consider and approve the price stabilising plan for the A Shares within three years after the A Share Offering;		
8.	To consider and approve the proposed amendments to the articles of association and adoption of the rules of procedures of the general meetings, the board of directors and the board of supervisors of the Company and other corporate governance procedures consequential to the A Share Offering;		
9.	To consider and approve the proposed adoption of the draft articles of association of the Company;		
10.	To consider and approve undertakings to be given for the purpose of the A Share Offering and the relevant restricting measures; and		
11.	To consider and approve the grant of an authorisation to the board of directors of the Company to implement the A Share Offering.		

Date: \_\_\_\_\_ 2016

Signature <sup>(Note 6)</sup>: \_\_\_\_\_

*Notes:*

1. Please insert the number and class of shares of the Company registered in your name(s) relating to this revised form of proxy. If the number and class are inserted, this revised form of proxy will be deemed to relate only to those shares. If no number and class are inserted, the revised form of proxy will be deemed to relate to all shares of the Company registered in your name(s).
2. Please insert the full name(s) (in Chinese or English) and registered address(es) as shown on the register of members of the Company in **BLOCK** letters.
3. Please insert the number of shares of the Company registered in your name(s) and select the class of shares (delete as appropriate). If no number and class of shares are inserted, this revised form of proxy will be deemed to relate to all shares in the capital of the Company registered in your name(s).
4. If any proxy other than the chairman of the meeting of the Company is preferred, please cross out the words **"THE CHAIRMAN OF THE MEETING, OR"** and insert the name(s) and address(es) of the proxy(ies) desired in the spaces provided. A shareholder of the Company (the **"Shareholder"**) may appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a Shareholder. **ANY ALTERATION MADE TO THIS REVISED FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
5. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE APPROPRIATE BOX MARKED "FOR" OR INSERT THE RELEVANT NUMBER OF SHARES. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE APPROPRIATE BOX MARKED "AGAINST" OR INSERT THE RELEVANT NUMBER OF SHARES.** If no direction is given, your proxy may vote at his/her own discretion.
6. This revised form of proxy must be signed by you, or your attorney duly authorised in writing or, in the case of a legal person, must be either executed under its common seal or under the hand of its directors or attorney duly authorised.
7. In the case of joint holders of any shares of the Company, any one of such persons may vote at the H Shareholders' Class Meeting, either personally or by proxy, in respect of such shares as if he was solely entitled thereto. However, if more than one of such joint holders are present at the H Shareholders' Class Meeting, either personally or by proxy, then the vote of the person, whose name stands first on the register of members in respect of such shares shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
8. If the revised form of proxy is signed by another person under a power of attorney or other authorisation documents given by the appointer, such power of attorney or other authorisation documents shall be notarised. The revised form of proxy and the notarised power of attorney or other authorisation documents must be lodged with the Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time fixed for holding the H Shareholders' Class Meeting (the **"Closing Time"**).
9. **IMPORTANT:**
  - (a) Any Shareholder who has not yet lodged the form of proxy issued by the Company on 26 April 2016 (the **"Original Form of Proxy"**) is requested to lodge this revised form of proxy if he or she intends to appoint a proxy to attend the meeting on his or her behalf. In this case, the Original Form of Proxy should not be lodged.
  - (b) Any Shareholder who has already lodged the Original Form of Proxy should note that:
    - (i) if this revised form of proxy is lodged before the Closing Time, this revised form of proxy will revoke and supersede the Original Form of Proxy previously lodged by the Shareholder. This revised form of proxy will be treated as a valid form of proxy lodged by the Shareholder, if duly completed;
    - (ii) if no revised form of proxy is lodged before the Closing Time, the Original Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder, if duly completed. The proxy so appointed pursuant to the Original Form of Proxy will be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the meeting.
10. The H Shareholders' Class Meeting is expected to take less than half a day. Shareholders who attend the H Shareholders' Class Meeting shall be responsible for their own travel and accommodation expenses. Shareholders or their proxy(ies) shall show proof of their identities when attending the H Shareholders' Class Meeting.