



Red Star Macalline Group Corporation Ltd.

紅星美凱龍家居集團股份有限公司

(A sino-foreign joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1528)

PROXY FORM

FOR THE SOLICITATION OF VOTING RIGHTS BY INDEPENDENT NON-EXECUTIVE DIRECTOR FOR THE USE AT THE H SHAREHOLDERS' CLASS MEETING TO BE HELD ON TUESDAY, 21 APRIL 2020

Numbers of shares in this proxy form ^(Note 1)	
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I/We ^(Note 2) _____
of ^(Note 3) _____

being the registered holder(s) of ^(Note 1) _____ H shares of RMB1.00 each in the share capital of **Red Star Macalline Group Corporation Ltd.** (the "Company"), hereby confirm as the appointing party that I/we have, prior to signing this proxy form, read carefully the full text of the notice (the "Notice") regarding the H shareholders' class meeting (the "H Shareholders' Class Meeting") of the Company to be held immediately after the conclusion of A Shareholders' Class Meeting on Tuesday, 21 April 2020 at Conference Center, 3/F, South Building, Block B, Red Star Macalline Headquarters, Lane 1466, Shenchang Road, Minhang District, Shanghai, the People's Republic of China (the "PRC") published on the website of The Stock Exchange of Hong Kong Limited at <http://www.hkexnews.hk> and despatched to the holders of shares, and have been sufficiently informed about details relating to the current solicitation of voting rights. I/We have the right to, at any time prior to the H Shareholders' Class Meeting, revoke my/our appointment of the soliciting party as proxy under this proxy form or to amend the contents of this proxy form in accordance with procedures specified in the Notice.

As the appointing party, I/we hereby appoint Mr. QIAN Shizheng, an Independent non-executive Director of the Company, as my/our proxy to attend the meeting and any adjournment thereof and to exercise voting rights in respect of the following matters to be considered at the meeting in accordance with instructions in this proxy form.

My/our voting directions for the matters in respect of the solicitation of voting rights are as follows:

No.	SPECIAL RESOLUTION	FOR ^(Note 4)	AGAINST ^(Note 4)	ABSTAIN ^(Note 4)
1.	To consider and approve the 2020 Share Option Incentive Scheme of Red Star Macalline Group Corporation Ltd. (Draft) and its summary			
2.	To consider and approve the Assessment Measures in respect of the Implementation of the 2020 Share Option Incentive Scheme of Red Star Macalline Group Corporation Ltd.			
3.	To consider and approve the authorization to the Board to handle matters in relation to the 2020 Share Option Incentive Scheme of Red Star Macalline Group Corporation Ltd.			
4.	To consider and approve the grant of specific mandate to the Board to issue up to 30,850,000 A shares in order to satisfy the Company's grant of Share Options to the Participants in accordance with the 2020 Share Option Incentive Scheme of Red Star Macalline Group Corporation Ltd.			

Signature ^(Note 5): _____

Dated: _____ 2020

Notes:

- Please insert the number of shares to which this proxy form relates. If no number of shares is inserted, this proxy form will be deemed to relate to all the shares registered in your name(s).
- Please insert full name(s) in **BLOCK CAPITALS**.
- Please insert full address(es) in **BLOCK CAPITALS**.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK THE APPROPRIATE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM VOTING, TICK THE APPROPRIATE BOX MARKED "ABSTAIN".** The share abstained will be counted in the calculation of the required majority.
- This proxy form must be signed and dated by the shareholder or his/her attorney duly authorized in writing. If the Shareholder is a company, it should execute this proxy form under its common seal or by its directors or (a) person(s) duly authorized to sign on its behalf. In case of joint holders, only the person whose name stands first on the register of members may attend and vote at the H Shareholders' Class Meeting, either in person or by proxy.
- To be valid, this proxy form, together with the power of attorney or other authority, if any, under which it is signed, or a notary certified copy of such power of attorney or authority, must be completed and deposited at the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares), or at the Company's headquarters in the PRC, at B1 Corporate Post Office, Block A, Red Star Macalline Headquarters, No. 5, Lane 1466, Shenchang Road, Minhang District, Shanghai, the PRC (for holders of A shares), at less 24 hours before the meeting or any adjournment thereof.
- Shareholders or their proxies attending the meeting shall produce their identity documents.