

PROXY CARD

**China Zenix Auto International Limited
No. 1608, North Circle Road State Highway
Zhangzhou, Fujian Province 363000
People's Republic of China
(OTCMKTS: ZXAIY)**

FORM OF PROXY FOR USE AT THE GENERAL MEETING OF SHAREHOLDERS TO BE HELD AT NO. 1608, NORTH CIRCLE ROAD STATE HIGHWAY ZHANGZHOU, FUJIAN PROVINCE, PRC ON JANUARY 21, 2022.

I/We/Note 1 _____ of _____ being the registered holder(s) of _____ ordinary shares of par value US\$0.0001 each/Note 2 in the capital of China Zenix Auto International Limited (the "Company") HEREBY APPOINT(S) THE CHAIRMAN OF THE MEETING or/Note 3 _____ of _____

or failing him _____ of _____

to act as my/our proxy to attend, act and vote on my/our behalf at the general meeting of the Company to be held at No. 1608, North Circle Road State Highway Zhangzhou, Fujian Province, PRC on January 21, 2022 at 10:00 a.m. (Beijing time) and at any adjournment thereof, as the case may be, for the purpose of considering and, if thought fit, passing the following resolutions set out in the notice of general meeting of the shareholders.

Please indicate with a "✓" in the spaces provided how you wish your votes to be cast on a poll. If you wish to vote for the below resolutions, check the appropriate boxes marked "For." If you wish to vote against the below resolutions, check the appropriate boxes marked "Against." Should this form be returned duly signed but without a specific direction, the proxy will vote or abstain at his or her discretion.

Resolutions	For	Against	Abstain
<p><u>Proposal 1.</u></p> <p>THAT the Agreement and Plan of Merger, dated as of October 19, 2021 (the “Merger Agreement”), between the Company and Newrace Limited, a company limited by shares incorporated under the laws of the British Virgin Islands (“Parent”), which was joined by Newrace Mergersub Limited, a company limited by shares incorporated under the laws of the British Virgin Islands (“Merger Sub”), on October 20, 2021, pursuant to which Merger Sub will be merged with and into the Company (the “Merger”), with the Company continuing as the surviving company and becoming a wholly owned subsidiary of Parent (such Merger Agreement (including the joinder thereto) being in the form attached as Annex A to the proxy statement accompanying the notice of general meeting and which will be produced and made available for inspection at the Meeting), the plan of merger with respect to the Merger (together with the Articles of Merger, the “Plan of Merger”) and the articles of merger required to be filed with the Registrar of Corporate Affairs of the British Virgin Islands in connection with the Merger (such Plan of Merger being substantially in the form attached as Annex B to the proxy statement accompanying the notice of general meeting and which will be produced and made available for inspection at the general meeting), and the consummation of the transactions contemplated by the Merger Agreement and the Plan of Merger, including the Merger (collectively, the “Transactions”), be approved and authorized by the Company.</p>			
<p><u>Proposal 2.</u></p> <p>THAT each member of the special committee of the board of directors of the Company, composed solely of independent and disinterested directors of the Company, and the Chief Financial Officer of the Company, each be authorized to do all things necessary to give effect to the Merger Agreement, the Plan of Merger and the consummation of the Transactions.</p>			
<p><u>Proposal 3.</u></p> <p>THAT the general meeting be adjourned in order to allow the Company to solicit additional proxies in the event that there are insufficient proxies received at the time of the general meeting to pass the resolutions of shareholders to be proposed at the general meeting.</p>			

Dated _____ Signature(s) ^{Note4} _____

- Note 1 Full name(s) and address(es) to be inserted in BLOCK CAPITALS. In the case of joint holders of a share, any one of such persons may vote at the general meeting, either personally or by proxy, in respect of such share as if he or she was solely entitled thereto, but if more than one such joint holders is present at the general meeting, personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.
- Note 2 Please insert the number of share 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).
- Note 3 If any proxy other than the Chairman is preferred, strike out THE CHAIRMAN OF THE MEETING 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. The proxy need not be a member of the Company but must attend the general meeting in person to represent you.
- Note 4 This form of proxy must be signed by your or your attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer, attorney or other person duly authorized to sign the same.

To be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be deposited at the Company's offices at No. 1608, North Circle Road State Highway, Zhangzhou, Fujian Province, PRC 363000 no later than January 19, 2022, 10:00 a.m. Beijing time. Completion and delivery of this form will not preclude you from attending and voting at the general meeting in person if you so wish, but the authority of your proxy will become invalid forthwith.