

**HUAZHU GROUP LIMITED**  
(Incorporated in the Cayman Islands with limited liability)  
(NASDAQ Ticker: HTHT, HKEX Stock Code: 1179)

**Form of Proxy for Annual General Meeting**  
to Be Held on December 23, 2020  
(or any adjourned meeting thereof)

**Introduction**

This Form of Proxy is furnished in connection with the solicitation by the Board of Directors of Huazhu Group Limited, a Cayman Islands exempted company (the “**Company**”), of proxies from the holders of the issued and outstanding ordinary shares, par value US\$0.0001 per share, of the Company (the “**Ordinary Shares**”) to be exercised at the Annual General Meeting of the Company (the “**AGM**”) to be held at No. 699, Wuzhong Road, Minhang District, Shanghai, People’s Republic of China on December 23, 2020 at 10:00 a.m. (local time), and at any adjourned meeting thereof, for the purposes set forth in the accompanying Notice of Annual General Meeting.

Only the holders of record of the Ordinary Shares at the close of business on November 18, 2020 are entitled to notice of and to vote at the AGM. In respect of the matter requiring shareholders’ vote at the AGM, each Ordinary Share is entitled to one vote. The quorum of the AGM is one or more shareholders holding no less than an aggregate of one-third of all voting share capital of the Company in issue present in person or by proxy and entitled to vote at the AGM.

The Ordinary Shares represented by all properly executed proxies returned to the Company will be voted at the AGM as indicated or, if no instruction is given, the holder of the proxy will vote the Ordinary Shares in his discretion, unless a reference to the holder of the proxy having such discretion has been deleted and initialed on this Form of Proxy. Where the chairman of the AGM acts as proxy and is entitled to exercise his discretion, he is likely to vote the Ordinary Shares for the resolutions. As to any other business that may properly come before the AGM, all properly executed proxies will be voted by the persons named therein in accordance with their discretion. The Company does not presently know of any other business which may come before the AGM. However, if any other matter properly comes before the AGM, or any adjourned meeting thereof, which may properly be acted upon, unless otherwise indicated the proxies solicited hereby will be voted on such matter in accordance with the discretion of the proxy holders named therein. Any person giving a proxy has the right to revoke it at any time before it is exercised (i) for holders of Ordinary Shares or ADSs, by submitting a written notice of revocation or a fresh proxy form or fresh ADS Voting Card, as the case may be, bearing a later date, which must be received by the deadlines for returning the proxy forms or ADS Voting Cards set forth above, or (ii) for holders of Ordinary Shares only, by voting in person at the AGM.

**To be valid, this Form of Proxy must be completed, signed and returned to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong as soon as possible no later than 10:00 a.m., Hong Kong time, on December 21, 2020 to ensure your representation at the AGM.**

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**Form of Proxy for Annual General Meeting**  
to Be Held at No. 699, Wuzhong Road, Minhang District, Shanghai, People's Republic of China on  
December 23, 2020 at 10:00 a.m. (local time) **(the "Annual General Meeting")**  
(or any adjourned meeting thereof)

I/We \_\_\_\_\_ of \_\_\_\_\_, being the registered holder of \_\_\_\_\_ ordinary shares<sup>1</sup>, par value US\$0.0001 per share, of Huazhu Group Limited (the "Company"), hereby appoint the Chairman of the Annual General Meeting<sup>2</sup> or \_\_\_\_\_ of \_\_\_\_\_ as my/our proxy to attend and act for me/us at the Annual General Meeting (or at any adjourned meeting thereof) of the Company, and in the event of a poll, to vote for me/us as indicated below, or if no such indication is given, as my/our proxy thinks fit<sup>3</sup>.

| No. | RESOLUTIONS   | FOR <sup>3</sup> | AGAINST <sup>3</sup> | ABSTAIN <sup>3</sup> |
|-----|---|------------------|----------------------|----------------------|
| 1.  | The resolution as set out in the Notice of Annual General Meeting regarding the ratification of appointment of Deloitte Touche Tohmatsu Certified Public Accountants LLP as auditor of the Company for 2020 and the authorization for the directors of the Company to determine the remuneration of the auditor   |                  |                      |                      |
| 2.  | The resolution as set out in the Notice of Annual General Meeting regarding the authorization and approval for the amendment and restatement of the amended and restated articles of association of the Company   |                  |                      |                      |
| 3.  | The resolution as set out in the Notice of Annual General Meeting regarding the re-election of Ms. Lei Cao and Mr. Theng Fong Hee as independent directors of the Company   |                  |                      |                      |
| 4.  | The resolution as set out in the Notice of Annual General Meeting regarding the authorization of each director or officer of the Company or Conyers Trust Company (Cayman) Limited to take any and every action that might be necessary, appropriate or desirable to effect the foregoing resolutions as such director or officer, in his or her absolute discretion, thinks fit. |                  |                      |                      |

\*please refer to the Notice of Annual General Meeting for full text of the resolutions.

Dated \_\_\_\_\_, 2020

Signature(s)<sup>4</sup> \_\_\_\_\_

<sup>1</sup> Please insert the number of shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).

- <sup>2</sup> **If any proxy other than the Chairman of the Annual General Meeting is preferred, strike out the words “the Chairman of the Annual General Meeting or” and insert the name and address of the proxy desired in the space provided.** A shareholder may appoint one or more proxies to attend and vote in his stead. **Any alteration made to this form of proxy must be initialed by the person(s) who sign(s) it.**
- <sup>3</sup> **IMPORTANT: If you wish to vote for a particular resolution, tick the appropriate box marked “for”. If you wish to vote against a particular resolution, tick the appropriate box marked “against”. If you wish to abstain from voting on a particular resolution, tick the appropriate box marked “abstain”.**
- <sup>4</sup> This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under seal or executed under the hand of an officer or attorney duly authorized to sign the same.