

ACR 亞洲資產(控股)有限公司 ASIAN CAPITAL RESOURCES (HOLDINGS) LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 08025)

FORM OF PROXY FOR THE EXTRAORDINARY GENERAL MEETING

I/We ^(note 1) _____

of _____

being the registered holder(s) of ^(note 2) _____ shares of HK\$0.10 each in the capital of Asian Capital Resources (Holdings) Limited (the “Company”), **HEREBY APPOINT** ^(note 3) the Chairman of the meeting

or _____

of _____

as my/our proxy to vote for me/us and on my/our behalf at the extraordinary general meeting of the Company (or at any adjournment thereof) to be held at Room 2102, 21/F, Fu Fai Commercial Centre, 27 Hillier Street, Sheung Wan, Hong Kong on Tuesday, 27 June 2023 at 3:00 p.m. for the purposes of considering and, if thought fit, passing the resolution set out in the notice convening such meeting (the “Notice”) and at such meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) as indicated below or, if no such indication is given, as my/our proxy thinks fit.

SPECIAL RESOLUTION		FOR ^(note 4)	AGAINST ^(note 4)
1.	To approve the adoption of the amended and restated memorandum and articles of association in substitution for and to the exclusion of the existing memorandum and articles of association with effect immediately after the close of the EGM and authorize any Director or officer of the Company to do all things necessary to implement the adoption of the amended and restated memorandum and articles of association and to attend all necessary filings in Hong Kong and in the Cayman Islands.		

Signature ^(note 5): _____

Date: _____ 2023

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint shareholders should be stated.
2. Please insert the number of shares registered in your name(s) to which this form of proxy related. 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).
3. If any proxy other than the Chairman is preferred, strike out the words “the Chairman of the meeting or” and insert the name and address of the proxy desired. **Any alteration made to this form of proxy must be initialled by the person who signs it.**
4. **Important: If you wish to vote for the resolution, tick in the relevant box marked “FOR”. If you wish to vote against the resolution, tick in the box marked “AGAINST”.** Failure to tick a box will entitle your proxy, at his discretion, to cast your vote in respect of such resolution or abstain from voting. Your proxy will also be entitled to vote at his discretion on any resolutions properly put to the meeting other than those referred to in the Notice.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must either be executed under seal or under the hand of an officer or attorney duly authorised in writing.
6. Where there are joint holders of any share any one of such joint holder may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
7. To be valid, this form of proxy, duly signed, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority, must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Hong Kong Registrars Limited, at 46th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting (or at any adjournment thereof).
8. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote on his behalf. The proxy need not be a member of the Company but must attend the meeting in person to represent you. Completion and deposit of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.