

# ASIA-PAC FINANCIAL INVESTMENT COMPANY LIMITED

## 亞太金融投資有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8193)

### FORM OF PROXY FOR THE ANNUAL GENERAL MEETING

I/We <sup>note 1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>note 2</sup> \_\_\_\_\_ ordinary shares  
of HK\$0.1 each in the capital of Asia-Pac Financial Investment Company Limited (the "Company"), HEREBY APPOINT <sup>note 3</sup> THE CHAIRMAN OF THE  
MEETING, or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend for me/us and on my/our behalf at the annual general meeting of the Company (the "AGM") (or at its adjourned meeting) to be held  
at 11:00 a.m. on Friday, 27 September 2019 at Room 2703, 27th Floor, Shui On Centre, 6-8 Harbour Road, Wanchai, Hong Kong for the purpose of  
considering and, if thought fit, passing the ordinary resolutions as set out in the notice convening the AGM and at such meeting (or at its adjourned meeting)  
to vote for me/us and in my/our name(s) in respect of the resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

	ORDINARY RESOLUTIONS	FOR <sup>note 4</sup>	AGAINST <sup>note 4</sup>
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 March 2019 and the respective reports of the directors (the "Directors") and the independent auditor of the Company (the "Independent Auditor") thereon.		
2.	(A) To re-elect Mr. Wu Di as an executive Director;		
	(B) To re-elect Mr. Tang Wai Kee as an independent non-executive Director; and		
	(C) To authorise the board of Directors (the "Board") to fix the Directors' remuneration for the year ending 31 March 2020.		
3.	To re-appoint World Link CPA Limited as the Independent Auditor and to authorise the Board to fix its remuneration.		
4.	(A) To grant a general mandate to the Directors to allot, issue or otherwise deal the Company's shares (the "Shares") not exceeding 20% of the aggregate number of the issued Shares as at the date of passing of this resolution.*		
	(B) To grant a general mandate to the Directors to repurchase the Shares not exceeding 10% of the aggregate number of the issued Shares as at the date of passing of this resolution.*		
	(C) To extend the general mandate to the Directors to allot, issue and deal with additional Shares by adding the aggregate number of Shares repurchased by the Company.*		
5.	To approve the refreshment of the existing scheme limit of the Company's share option scheme.		

\* For the full text of the proposed resolutions, please refer to the notice convening the AGM as contained in the Company's circular dated 28 August 2019

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

Signature(s) <sup>note 5</sup> : \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- Please insert the number of Shares registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the Shares registered in your name(s).
- If any proxy other than the chairman is preferred, please strike out "THE CHAIRMAN OF THE MEETING, or" and insert the name and address of the proxy desired in the space provided.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK THE RELEVANT BOX MARKED "AGAINST"**. Failure to tick either box will entitle your proxy to cast your vote or abstain at his/her/its discretion. Your proxy will also be entitled to vote or abstain at his/her/its discretion on any resolution properly put to the meeting other than those referred to in the notice convening the AGM.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney authorised in writing or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- Any member of the Company (the "Member") entitled to attend and vote at the AGM shall be entitled to appoint another person as his/her/its proxy to attend and vote instead of him/her/it. A Member who is the holder of two or more Shares may appoint more than one proxy to represent him/her and vote on his/her behalf at the AGM. In case of a recognised clearing house, it may authorise such person(s) as it thinks fit to act as its representative(s) at the AGM and vote in its stead. A proxy need not be a Member.
- This form of proxy and the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to the office of the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than forty-eight (48) hours before the time appointed for holding the AGM (i.e. by 11:00 a.m. on 25 September 2019) or its adjourned meeting at which the person named in this form proposes to vote, and in default, this form of proxy shall not be treated as valid.
- For determining Members' entitlement to attend and vote at the AGM, the register of Members will be closed from Tuesday, 24 September 2019 to Friday, 27 September 2019 (both dates inclusive), during which period no transfer of Shares will be effected. In order to qualify for attending and voting at AGM, the non-registered shareholders must lodge all transfer documents, accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Monday, 23 September 2019.
- Where there are joint registered holders of any Share, any one of such persons may vote at the AGM, either personally or by proxy, in respect of such Share as if he/she were solely entitled thereto; but if more than one of such joint holders be present at the AGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such Share shall alone be entitled to vote in respect thereof.
- Completion and delivery of the form of proxy will not preclude a member from attending and voting of the AGM if he/she/it so wishes.
- Any alternation made to this form of proxy must be initialled by the person who signs it.
- All times and dates specified herein refer to Hong Kong local times and dates.

#### PERSONAL INFORMATION COLLECTION STATEMENT

- "Personal Data" in these statements has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (the "PDPO").
- Your supply of the Personal Data to the Company is on a voluntary basis and is used for processing your instructions and/or requests as stated in this form of proxy.
- Your Personal Data will not be transferred to other third parties (other than the Hong Kong Branch Share Registrar of the Company) unless it is a requirement to do so by law, for example, in response to a court order or a law enforcement agency's request and will be retained for such period as may be necessary for our verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request should be in writing addressed to the Personal Data Privacy Officer of Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong.

\* For identification purpose only