



BASETROPHY GROUP HOLDINGS LIMITED

基地錦標集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8460)

SECOND PROXY FORM FOR THE ANNUAL GENERAL MEETING TO BE HELD ON 1 JUNE 2022 (OR AT ANY ADJOURNMENT THEREOF)

I/We ^(Note 1) _____,
of _____,
being the registered holder(s) of ^(Note 2) _____ ordinary share(s) of HK\$0.01
each in the capital of Basetrophy Group Holdings Limited (the "Company") hereby appoint the chairman of the annual general meeting of the Company, or ^(Note 3)
of _____
as my/ our proxy to attend and vote for me/us and on my/ our behalf at the annual general meeting of the Company (the "Meeting") to be held on Wednesday, 1 June
2022 at 11:00 a.m. at 17/F., Connaught Harbourfront House, 35-36 Connaught Road West, Sheung Wan, Hong Kong and at any adjournment thereof for the purpose
of considering and, if thought fit, passing the ordinary resolutions as set out in the notice convening the Meeting as indicated below or if no such indication is given, as
my/our proxy thinks fit and in respect of any other business that may properly come before the Meeting and/or at any adjournment thereof:

	ORDINARY RESOLUTIONS ^(Note 4)	For ^(Note 5)	Against ^(Note 5)
1.	To receive, consider and adopt the audited financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the "Directors") and auditors of the Company for the year ended 31 December 2021.		
2.	To re-appoint HLB Hodgson Impey Cheng Limited as auditors of the Company and to authorise the board of Directors to fix their remuneration.		
3.	(a) To re-elect Mr. Lau Chung Ho as an executive Director.		
	(b) To re-elect Ms. Fong Pui Yin Vivian as an executive Director.		
	(c) To re-elect Mr. Ng Ki Man as an independent non-executive Director.		
	(d) To re-elect Mr. Lam Chee-yau Timothy as an independent non-executive Director.		
	(e) To re-elect Mr. Ngok Ho Wai as an independent non-executive Director.		
	(f) To re-elect Ms. Du Wanfen as an executive Director.		
	(g) To re-elect Mr. Li Aiming as an executive Director.		
4.	To authorise the board of Directors to fix the remuneration of the Directors.		
5.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the total number of issued shares of the Company as at the date of passing this resolution.		
6.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the total number of issued shares of the Company as at the date of passing this resolution.		
7.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company.		

Dated this _____ day of _____ 2022 Signature ^(Note 6): _____

Notes:

- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which the proxy relates. If no number is inserted, this second form of proxy (the "Second Proxy Form") will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the chairman is preferred, please strike out "the chairman of the annual general meeting of the Company ("AGM"), or" 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(S) WHO SIGN(S) IT.
- The description of these resolutions is by way of summary only. The full text appears in the notices convening the Meeting dated 29 April 2022 and 13 May 2022.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION(S), TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION(S), TICK THE BOX MARKED "AGAINST".** Failure to tick either box will entitle your proxy to cast your vote or abstain at his discretion. Your proxy will also be entitled to vote or abstain at his discretion on any resolution properly put to the Meeting and/or at any adjournment thereof other than those referred to in the notice convening the Meeting.
- The Second Proxy Form shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same. In the case of the Second Proxy Form purporting to be signed on behalf of a corporation by an officer thereof it shall be assumed, unless the contrary appears, that such officer was duly authorised to sign this form on behalf of the corporation without further evidence of the fact.
- Any member entitled to attend and vote at the meeting of the Company is entitled to appoint another person as his proxy to attend and vote instead of him. A member may appoint a proxy in respect of part only of his holding of shares in the Company. A proxy need not be a member of the Company.
- The Second Proxy Form and (if required by the board of Directors) 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 and transfer office of the Company, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in this form proposes to vote or, in the case of a poll taken subsequently to the date of the meeting or adjourned meeting, not less than forty-eight (48) hours before the time appointed for the taking of the poll and in default the Second Proxy Form shall not be treated as valid.
- Delivery of the First Proxy Form and/or the Second Proxy Form shall not preclude a member from attending and voting in person at the meeting convened and in such event, the First Proxy Form and/or the Second Proxy Form shall be deemed to be revoked.
- Where there are joint holders of any share any one of such joint holders 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.
- If you have not yet lodged the form of proxy sent together with the circular of the Company dated 29 April 2022 (the "First Proxy Form") with the Branch Share Registrar, you are requested to lodge this proxy form if you wish to appoint proxy to attend the Meeting on your behalf. In this case, the First Proxy Form should not be lodged with the Branch Share Registrar.
- If you have already lodged the First Proxy Form with the Branch Share Registrar, please note that:
 - If no Second Proxy Form is lodged with the Company's Branch Share Registrar, the First Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by him/her. The proxy so appointed by the Shareholder will be entitled to cast the vote at his/her discretion or to abstain from voting on any resolution properly put to the AGM (including, if properly put, a resolution for the re-election of Director as set out in this supplemental circular) except for the resolution to which the Shareholder has indicated his/her voting direction in the First Proxy Form.
 - If the Second Proxy Form is lodged with the Company's Branch Share Registrar not less than 48 hours before the time appointed for the holding of the AGM or any adjourned meeting, the Second Proxy Form, if correctly completed, will revoke and supersede the First Proxy Form previously lodged by him/her. The Second Proxy Form will be treated as a valid proxy form lodged by the Shareholder.
 - If the Second Proxy Form is lodged with the Company's Branch Share Registrar less than 48 hours before the time appointed for the holding of AGM or any adjourned meeting, or if lodged not less than 48 hours before the time appointed for the holding of AGM or any adjourned meeting but is incorrectly completed, the proxy appointment under the Second Proxy Form will be invalid. The proxy so appointed by the Shareholder under the First Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no Second Proxy Form was lodged with the Company's Branch Share Registrar. Accordingly, Shareholders are advised to complete the Second Proxy Form carefully and lodge the Second Proxy Form with the Company's Branch Share Registrar by not less than 48 hours before the time appointed for the holding of AGM or any adjourned meeting.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Meeting of the Company (the "Purposes"). We may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. Request for access to and/or correction of the relevant personal data can be made in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company/Tricor Investor Services Limited at the above address.