

AMASSE CAPITAL
寶 積 資 本

Amasse Capital Holdings Limited
寶 積 資 本 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8168)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING

I/We ^{note 1} _____

of _____

being the registered holder(s) of ^{note 2} _____ ordinary shares (the “Shares”) of HK\$0.01 each in the capital of Amasse Capital Holdings Limited (the “Company”), hereby appoint ^{note 3} 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 any adjournment thereof) to be held at Level 22, Nexxus Building, 41 Connaught Road Central, Hong Kong on Monday, 13 February 2023 at 10:30 a.m. for the purpose of considering and, if thought fit, passing the ordinary resolutions and special resolution as set out in the notice convening the AGM and at such meeting (or at any adjournment thereof) 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 ^{note 4}	AGAINST ^{note 4}
1.	To receive and consider the audited consolidated financial statements and the reports of the directors (the “Director(s)”) and auditor of the Company for the year ended 30 September 2022.		
2.	(A) To re-elect Dato’ Sri Lai Chai Suang as an executive Director.		
	(B) To re-elect Ms. Tsang Kwong Wan as an executive Director.		
	(C) To re-elect Dr. Yu Yuen Ping as an independent non-executive Director.		
	(D) To authorize the board of Directors of the Company to fix the Directors’ remunerations.		
3.	To re-appoint Cheng & Cheng Limited as auditor of the Company and to authorize the board of Directors of the Company to fix its remuneration.		
4.	To grant a general mandate to the Directors to allot, issue and deal with unissued shares of the Company not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.		
5.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.		
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares not exceeding the aggregate number of the shares repurchased by the Company pursuant to the general mandate granted under resolution no. 5.		
SPECIAL RESOLUTION			
7.	To approve the adoption of the third 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 AGM and authorise any Director or officer of the Company to do all things necessary to implement the adoption of the third amended and restated memorandum and articles of association and to attend all necessary filings in Hong Kong and in the Cayman Islands.		

Date: _____

Signature(s) ^{note 5}: _____

Notes:

1. Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
2. 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).
3. 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.
4. **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 AGM other than those referred to in the notice convening the AGM.
5. 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.
6. Any shareholder of the Company (the “Shareholder”) 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 Shareholder 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 Shareholder.
7. This form of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, shall be delivered to the office of the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than forty-eight (48) hours before the time appointed for holding the AGM or its any 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.
8. 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.
9. Completion and delivery of the form of proxy will not preclude a Shareholder from attending and voting of the AGM if he/she/it so wishes.
10. Any alternation made to this form of proxy must be initialled by the person who signs it.