



Bracell Limited

(incorporated in Bermuda with limited liability)
(Stock Code: 1768)

PROXY FORM FOR USE AT THE ANNUAL GENERAL MEETING TO BE HELD ON 16 MAY 2016 OR AT ANY ADJOURNMENT THEREOF

I/We, ^(Note 1) _____
of _____
being the registered holder(s) of _____ share(s) ^(Note 2) of US\$0.05 each in the capital of Bracell Limited (the "Company"), HEREBY APPOINT the Chairman of the AGM or ^(Note 3) _____
of _____
as my/our proxy to attend the annual general meeting of the Company (the "AGM") (or any adjournment thereof) to be held at Regus Business Centre, 35/F, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on Monday, 16 May 2016 at 4:00 p.m. for the purposes of considering and, if thought fit, passing the following resolutions (with or without amendments) as set out in the notice convening the AGM, and to vote for me/us at the AGM as indicated below, and if no such indication is given, as my/our proxy thinks fit.

RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To receive and adopt the Audited Financial Statements, the Directors' Report and the Independent Auditor's Report for the year ended 31 December 2015.		
2.	To declare a final dividend of HK3.0 cents per share for the year ended 31 December 2015.		
3.	(A) To re-elect Mr. John Jeffrey YING as a Director.		
	(B) To re-elect Mr. David YU Hon To as a Director.		
	(C) To re-elect Mr. LOW Weng Keong as a Director.		
	(D) To authorize the board of Directors (the "Board") to fix the Director's remuneration.		
4.	To re-appoint PricewaterhouseCoopers as the auditor and to authorize the Board to fix its remuneration.		
5.	(A) Ordinary Resolution No. 5(A) of the Notice of AGM (To grant a general mandate to the directors of the Company to allot, issue and otherwise deal with additional shares of the Company).		
	(B) Ordinary Resolution No. 5(B) of the Notice of AGM (To grant a general mandate to the directors of the Company to repurchase shares of the Company).		
	(C) Ordinary Resolution No. 5(C) of the Notice of AGM (To extend the share issue mandate by addition thereto shares repurchased).		
	(D) Ordinary Resolution No. 5(D) of the Notice of AGM (To fix the maximum number of new shares that may underlie the restricted share units granted pursuant to the Post-IPO RSU Scheme and to authorize the Board to allot, issue and deal with shares underlying the restricted share units granted pursuant to the Post-IPO RSU Scheme).		

Dated this _____ day of _____, 2016 Signature ^(Note 5) _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- Please insert the number of shares of the Company registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the Chairman of the AGM is preferred, please strike out the words "the Chairman of the AGM or" and insert the name and address of the proxy desired in the space provided. Any member may appoint one or more proxies to attend and vote instead of him. A proxy need not be a member of the Company. Any alteration made to this form of proxy must be initialled by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK ("✓") IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, PLEASE TICK ("✓") IN THE RELEVANT BOX MARKED "AGAINST"**. Failure to tick the boxes will entitle your proxy to cast your vote or abstain at his discretion. On a poll, a member present by proxy is entitled to one vote for every fully-paid share held. A member entitled to more than one vote need not cast all his votes in the same way. A tick ("✓") in the relevant box indicates that the votes attached to all the shares stated above as held by you will be casted accordingly. A number in the relevant box indicates that the votes attached to the number of shares referred to in the box will be casted accordingly.
- 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 under the hand of an officer or attorney or other person duly authorized.
- In the case of joint holders of any share, any one of such joint holders may vote, either in person or by proxy or in the case of a corporation by its duly authorized representative, in respect of such share at the AGM as if he were solely entitled thereto, but if more than one of such joint holders be present in person or by proxy or in the case of a corporation by its duly authorized representative at the AGM, then one of the persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney, must be delivered at the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for holding the AGM or any adjournment thereof (as the case may be). Completion and delivery of this form of proxy will not preclude a member from attending and voting in person at the AGM or any adjournment thereof (as the case may be) should he so wish. In such event, this form of proxy shall be deemed to be revoked.