



# AKM Industrial Company Limited

## 安捷利實業有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 1639)

FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING  
TO BE HELD AT ROOMS 2708-11, WEST TOWER, SHUN TAK CENTRE, 168-200 CONNAUGHT ROAD CENTRAL,  
HONG KONG ON WEDNESDAY, 22 JUNE 2022 AT 10:30 A.M.  
(OR ANY ADJOURNED MEETING THEREOF)

I/We<sup>1</sup> \_\_\_\_\_  
of, \_\_\_\_\_  
being the registered shareholder(s) of<sup>2</sup> \_\_\_\_\_ shares of AKM Industrial Company Limited  
(the "Company"), hereby appoint<sup>3</sup> \_\_\_\_\_  
of \_\_\_\_\_

or failing him, the Chairman of the Meeting, as my/our proxy to attend, act and vote on my/our behalf at the Meeting or, if later, on the same day and at the same place immediately after the meeting of the holders of Scheme Shares (as defined in the Scheme) convened at the direction of the High Court of the Hong Kong Special Administrative Region (the "Court") for the same place and day shall have been concluded or adjourned and at any adjourned meeting on the resolutions referred to in the notice of the Meeting (with or without modification, as my/our proxy may approve) as indicated below and, if no such indication is given, as my/our proxy thinks fit. Capitalised terms used herein shall have the same meanings as those defined in the notice of the Meeting:

SPECIAL RESOLUTION		FOR <sup>4</sup>	AGAINST <sup>4</sup>
1.	<p>(a) To approve the Scheme between the Company and the Scheme Shareholders (as defined in the Scheme) in the form of the print contained in the Scheme Document, with any modification of or addition to it, or any condition, as may be approved or imposed by the Court;</p> <p>(b) To reduce the issued share capital of the Company for the purpose of giving effect to the Scheme, on the Effective Date (as defined in the Scheme), by cancelling and extinguishing the Scheme Shares (as defined in the Scheme) in issue on the Scheme Record Date (as defined in the Scheme); and</p> <p>(c) To authorise the directors of the Company ("Directors") to do all such acts and things considered by them to be necessary or desirable in connection with the implementation of the Scheme and the reduction of capital pursuant to the Scheme, including (without limitation) the giving of consent, on behalf of the Company, to any modification of or addition to, the Scheme or the reduction of capital, which the Court may see fit to impose.</p>		
ORDINARY RESOLUTION		FOR <sup>4</sup>	AGAINST <sup>4</sup>
2	<p>(a) To restore, subject to and forthwith upon the reduction of capital referred to in resolution 1(b) above taking effect, the share capital of the Company be restored to its former amount by the issue of 61,395,000 new shares of the Company to Alpha Luck Industrial Limited and 922,942,500 new shares of the Company to 安捷利美維電子(廈門)有限責任公司 (AKM Meadville Electronics (Xiamen) Co., Ltd.*) (collectively the "Joint Offerors") by the Company (all credited as fully-paid by applying the reserve created as a result of such cancellation, extinguishment and reduction) which, in aggregate, are equal to the number of the Scheme Shares cancelled and extinguished;</p> <p>(b) The Company to apply the credit arising in its books of account as a result of the reduction of capital in paying up in full the new shares of the Company to be allotted and issued, credited as fully paid, to the Joint Offerors, and to authorise the Directors to allot and issue the same accordingly;</p> <p>(c) To withdraw the listing of the shares of the Company on The Stock Exchange of Hong Kong Limited ("Stock Exchange"), subject to the Scheme taking effect; and</p> <p>(d) To authorise the Directors to do all such acts and things considered by them to be necessary or desirable in connection with the implementation of the Scheme and in relation to the proposed privatisation of the Company by the Joint Offerors by way of the Scheme as a whole, including (without limitation) (i) the making of an application to the Stock Exchange for the withdrawal of the listing of the shares of the Company on the Stock Exchange, subject to the Scheme taking effect; and (ii) the allotment and issue of the new shares of the Company referred to in paragraph (a) above.</p> <p>* For identification purposes only</p>		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2022. Signature(s)<sup>5</sup>: \_\_\_\_\_

Contact No: \_\_\_\_\_

#### Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of share(s) of the Company registered in your name(s); 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).
- Full name and address of proxy to be inserted in **BLOCK CAPITALS**. IF NOT COMPLETED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION.** Failure to put a tick in either box or putting a tick in both boxes will entitle your proxy to cast your vote or abstain as he thinks fit. Your proxy will be entitled to vote or abstain at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- This form of proxy must be signed by you or your attorney duly authorized in writing or, if you are a corporation, must either be executed under seal or under the hand of an officer or attorney duly authorized.
- To be valid, this form of proxy must be delivered to the share registrar and transfer office of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong together with a power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority, not less than 48 hours before the time for holding the Meeting (i.e. on or before Monday, 20 June 2022 at 10:30 a.m. (Hong Kong time) or adjourned meeting thereof).
- In the case of joint holders of a share, the vote of the person, whether attending in person or by proxy, whose name stands first on the Register of Members of the Company in respect of such share shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and return of the form of proxy will not preclude you from attending the meeting or any adjourned meeting thereof and voting in person if you so wish and in such event, the form of proxy will be deemed to be revoked.
- Any alteration to this form of proxy must be initialled by the person who signs it.

#### 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 ("PDPO").
- Your supply of Personal Data to the Company is on a voluntary basis. Failure to provide sufficient information may result in the Company not being able to process your appointment of proxy and instructions.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its share registrar, and/or other companies or bodies for any of the stated purposes, and 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 for access to and/or correction of your Personal Data should be in writing to the Personal Data Privacy Officer of Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.