



## Best Mart 360 Holdings Limited

### 優品360控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 2360)

#### FORM OF PROXY FOR THE ANNUAL GENERAL MEETING

I/We (Please insert name in block capital letters) \_\_\_\_\_  
of (Address) \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ (see Note 1) ordinary shares of HK\$0.01 each in the capital of Best Mart 360 Holdings Limited (the "Company"), hereby appoint (Name) \_\_\_\_\_  
of (Address) \_\_\_\_\_  
or failing him/her, the Chairman of the Meeting (see Note 2), as my/our proxy to attend and vote for me/us on my/our behalf at the annual general meeting of the Company (the "AGM") to be held at 11th Floor, C-Bons International Center, No 108 Wai Yip Street, Kowloon, Hong Kong on Friday, 19 August 2022 at 10:00 a.m. and at its adjourned meeting on any resolution or motion which will be proposed thereat. My/Our proxy is authorized and instructed to vote as indicated (see Note 3) in respect of the under-mentioned resolutions:

Ordinary Resolutions (see Note 3)		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors and independent auditor of the Company for the year ended 31 March 2022.		
2.	To approve the payment of a final dividend of HK8.0 cents per share of the Company for the year ended 31 March 2022.		
3.	(i) To re-elect Mr. Lin Tsz Fung as an executive director of the Company.		
	(ii) To re-elect Mr. Sze Irons as an independent non-executive director of the Company.		
4.	To authorize the board of directors of the Company ("Directors") to fix the remunerations of the Directors for the year ending 31 March 2023.		
5.	To re-appoint BDO Limited as the independent auditor of the Company to hold office until the conclusion of the next AGM and authorize the board of Directors to fix its remuneration.		
6(A).	To grant a general mandate to the Directors to allot, issue and otherwise deal with the Company's shares.*		
6(B).	To grant a general mandate to the Directors to repurchase the Company's shares.*		
6(C).	Conditional on the passing of Resolutions 6(A) and 6(B), to extend the general mandate granted by Resolution 6(A) by adding thereto the shares repurchased pursuant to the general mandate granted by Resolution 6(B).*		
Special Resolution (see Note 3)		For	Against
7.	To approve and adopt the second amended and restated memorandum and articles of association of the Company.*		

\* For the full text of the proposed resolutions, please refer to the notice convening the AGM as contained in the Company's circular dated 19 July 2022.

Signature(s) (see Note 5) \_\_\_\_\_ Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2022

#### Notes:

- Please insert the number of shares registered in your name(s); if no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- A member of the Company (the "Member" or "Shareholder") may appoint one (or, if he/she/it holds two or more shares in the Company, more than one) proxy of his/her/its own choice. If such an appointment is made, please insert the name of the person appointed as proxy in the space provided. A proxy need not be a Member. If more than one proxy is appointed, the original form of proxy may be photocopied for use.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED "AGAINST".** Failure to tick a box will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
- If the appointer is a corporation, this form of proxy must be under common seal or under the hand of an officer, attorney, or other person duly authorized on that behalf.
- In the case of joint Shareholders, the signature of any one Shareholder will be sufficient but the names of all the joint Shareholders should be stated.
- Where there are joint holders of any share of the Company, any one of such joint holders may vote at the AGM, either in person 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 is present at the AGM, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority shall be determined as 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.
- To be valid, this form of proxy must be completed, signed and deposited at the Company's Hong Kong branch share registrar and transfer office, 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 certified copy thereof), not later than 48 hours before the time for holding the AGM. Completion and return of the form of proxy shall not preclude Members from subsequently attending and voting in person at the AGM (or its adjourned meeting).
- Any alteration to this form of proxy must be initiated by the person who signs it.
- The Company reserves its right to treat any form of proxy which has been incorrectly completed in some manner as valid if such incorrectness is considered by the Company, at its absolute discretion, not material.
- A Member or his/her/its proxy should produce proof of identity when attending the AGM. If a corporate Member appoints its representative to attend the AGM, such representative should produce proof of identity and a copy of the resolution of the board of directors or other governing body of that Member appointing such representative to attend the AGM.

#### 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 AGM (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 Computershare Hong Kong Investor Services Limited at the above address.