

AP RENTALS HOLDINGS LIMITED

亞積邦租賃控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1496)

PROXY FORM

I/We (Name) _____ (Block capitals, please) of
(Address) _____
being the holder(s) of _____ (see Note 1) shares of HK\$0.001 each in the capital of
AP Rentals Holdings Limited (the “Company”) hereby appoint (Name) _____ of
(Address) _____ or failing him/her
(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 and on my/our behalf at the annual general meeting of the Company (“AGM”) to be held at REF Financial Press Limited, Units 5906–5912, 59/F, The Center, 99 Queen’s Road Central, Central, Hong Kong on Wednesday, 31st August, 2022 at 2:30 p.m. and at any adjournment thereof or on any resolution or motion which is proposed thereat. My/our proxy is authorised and instructed to vote as indicated (see Note 3) in respect of the under-mentioned resolutions:

Ordinary Resolutions		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors and auditor of the Company for the year ended 31 March 2022.		
2.	(a) (i) To re-elect Mr. NAKAZAWA Tomokatsu, as a non-executive director of the Company; and		
	(ii) To re-elect Mr. SIU Chak Yu, as an independent non-executive director of the Company.		
	(b) To authorise the board of directors of the Company (the “Board”) to fix the remuneration of the directors of the Company.		
3.	To re-appoint Deloitte Touche Tohmatsu as the auditor of the Company and authorise the Board to fix their remuneration.		
4.	(A) To give a general and unconditional mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the number of issued shares of the Company. (see Note 8)		
	(B) To give a general and unconditional mandate to the directors of the Company to repurchase shares not exceeding 10% of the number of issued shares of the Company. (see Note 8)		
	(C) To extend the authority given to the Directors pursuant to ordinary resolution No. 4(A) to issue shares by adding the number of shares repurchased under ordinary resolution No. 4(B). (see Note 8)		
Special Resolution		For	Against
5.	To approve the proposed amendments to the amended and restated articles of association of the Company and to adopt the second amended and restated Articles of Association in substitution for and to the exclusion of the amended and restated Articles of Association. (see Note 8)		

Dated this _____ day of _____, 2022 Signature(s) _____ (see Note 5)

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).
- Any member entitled to attend and vote at the AGM is entitled to appoint one or, if he is the holder of two or more shares, more proxies to attend and vote in his stead. If such an appointment is made, please strike out the words “or failing him/her, the chairman of the meeting”, and insert the name(s) of the person(s) appointed as proxy in space provided. Any alteration made to this form of proxy must be initialled by the person who signs it.
- 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 meeting other than those referred to in the notice convening the meeting.
- If the appointor is a corporation, this form must be under seal or under the hand of an officer, attorney, or other person duly authorised on that behalf.
- In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated. Where there are joint holders of any share of the Company, any one of such joint holders may vote at the meeting, 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 be present at the meeting, whether in person 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.
- In order to be valid, this form of proxy together with the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power of attorney authority, must be deposited at the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not less than 48 hours before the time for holding the meeting or the adjourned meeting thereof. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending the above meeting (or any adjourned meeting thereof) and voting in person if they so wish and in such event, the form of proxy will be deemed to be revoked.
- A proxy needs not be a shareholder of the Company.
- The description of each resolution herein is by way of summary only. The full text appears in the notice of the AGM.

* For identification purposes only