



Blue River Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock code: 498)

REVISED FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING TO BE HELD ON WEDNESDAY, 30 AUGUST 2023 AT 10:30 A.M. (THE "FORM OF PROXY")

I/We^(Note 1) _____ of _____ being the registered holder(s) of^(Note 2) _____ shares of HK\$0.10 each in the capital of Blue River Holdings Limited (the "Company"), hereby appoint^(Note 3) the Chairman of the Meeting or _____ of _____ as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company (the "Meeting") to be held at Harbour Plaza Rooms I & II, B1/F, Harbour Plaza North Point, 665 King's Road, North Point, Hong Kong on Wednesday, 30 August 2023 at 10:30 a.m. and at any adjournment thereof on the undermentioned resolutions as indicated^(Note 4):

ORDINARY RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To receive, consider and adopt the audited financial statements and the reports of the directors and the independent auditor for the year ended 31 March 2023		
2.	(A) (i) To re-elect Mr Kwong Kai Sing, Benny as an executive director		
	(ii) To re-elect Mr William Nicholas Giles as an independent non-executive director		
	(B) To authorise the board of directors to fix the directors' remuneration		
3.	To re-appoint auditor and to authorise the board of directors to fix its remuneration		
4. [#]	(A) To grant an unconditional mandate to the directors to issue shares		
	(B) To grant an unconditional mandate to the directors to repurchase shares		
	(C) To extend the share issue mandate granted to the directors		

[#] The description of the resolutions is by way of summary only. The full text of each of the relevant resolutions is set out in the notice of the Meeting dated 28 July 2023 (the "Notice").

Dated this _____ day of _____, 2023 Signature(s)^(Note 5) _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- 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 of the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, delete the words "the Chairman of the Meeting or" and insert the name and address of the proxy desired in the space provided. If no name is inserted, the Chairman of the Meeting will act as your proxy. **Any alteration made to this Form of Proxy must be duly initialled by the person who signs it.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "AGAINST". IF YOU WISH TO USE LESS THAN ALL YOUR VOTES, OR TO CAST SOME OF YOUR VOTES "FOR" AND SOME OF YOUR VOTES "AGAINST" A PARTICULAR RESOLUTION, YOU MUST WRITE THE NUMBER OF VOTES IN THE RELEVANT BOXES.** Failure to tick a box will entitle your proxy to cast your vote at his/her discretion or to abstain. Your proxy will also be entitled to vote or abstain at his/her discretion on any resolution properly put to the Meeting and/or at any adjournment thereof other than those referred to in the Notice.
- This Form of Proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of an officer or attorney or other person authorised to sign the same.
- If you have already submitted the form of proxy that was sent with the Notice (the "Initial Proxy Form"), please note the following:
 - If you do not submit this Form of Proxy to the branch share registrar and transfer office of the Company in Hong Kong, Tricor Secretaries Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (the "Branch Registrar") at least 48 hours before the time appointed for the Meeting (the "Closing Time"), the Initial Proxy Form will be treated as a valid proxy for use at the Meeting if it is completed and signed properly, along with the power of attorney or other authority (if any) under which it was signed (or a certified copy of such authority);
 - If you submit this Form of Proxy to the Branch Registrar before the Closing Time, it will revoke and replace the Initial Proxy Form you previously submitted. Therefore, this Form of Proxy will be considered a valid form of proxy submitted by you for use at the Meeting if it is completed and signed properly, along with the power of attorney or other authority (if any) under which it was signed (or a certified copy of such authority); and
 - If you submit this Form of Proxy to the Branch Registrar after the Closing Time, or if you submit it before the Closing Time but the Form of Proxy is incorrectly completed, the proxy appointment made through this Form of Proxy will be invalid. The proxy appointed by you through the Initial Proxy Form, if completed correctly, will vote as if this Form of Proxy was not submitted to the Branch Registrar.
- If you have not yet submitted the Initial Proxy Form and wish to appoint a proxy to attend and vote at the Meeting, please complete, sign, and submit this Form of Proxy along with the power of attorney or other authority (if any) under which it is signed (or a certified copy of such authority) to the Branch Registrar as soon as possible, but no later than the Closing Time. In this case, please do not submit the Initial Proxy Form to the Branch Registrar, as it will be considered invalid for use at the Meeting.
- Where there are joint holders of any share, 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 was solely entitled thereto, but if more than one of such joint holders be present at the Meeting, 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. For this purpose, seniority is determined by the order in which the names stand in the register of members in respect of the joint holding.
- To be valid, this Form of Proxy and the power of attorney or other authority (if any) under which it is signed, or a notarised copy of that power or authority, must be deposited at the Branch Registrar at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof (as the case may be).
- The proxy needs not be a shareholder of the Company but must attend the Meeting in person to represent you.
- Completion and return of this Form of Proxy will not preclude you from attending and voting in person at the Meeting or at any adjournment thereof in person (as the case may be) should you wish so, and in such event, this Form of Proxy shall be deemed to be revoked.
- The Chinese translation of this Form of Proxy is for reference only and in case of any inconsistency, the English version shall prevail.

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 Meeting (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 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. You/your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance (Cap. 486 of the Laws of Hong Kong) and any such request should be in writing by mail to Tricor Secretaries Limited at the above address.