



ASIA TELEVISION HOLDINGS LIMITED

亞洲電視控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 707)

REVISED PROXY FORM

Revised form of proxy for use by the shareholders of Asia Television Holdings Limited (the "Company") at the extraordinary general meeting (the "Meeting") to be convened at Studio No. 8, G/F, 33 Dai Shing Street, Tai Po Industrial Estate, Tai Po, New Territories, Hong Kong on Tuesday, 19 December 2023 at 11:00 a.m. (or any adjournment thereof).

I/We ^(note a) _____
of _____ being the holder(s)
of _____ ^(note b) shares of HK\$0.10 each of the Company hereby appoint the chairman (the
"Chairman") of the Meeting or _____
of _____
to act as my/our proxy ^(note c) at the Meeting to be held at Studio No. 8, G/F, 33 Dai Shing Street, Tai Po Industrial Estate, Tai Po, New Territories, Hong Kong
on Tuesday, 19 December 2023 at 11:00 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast ^(note d).

ORDINARY RESOLUTION [#]		FOR	AGAINST
1.	To approve the proposed Share Consolidation, and to approve, confirm and ratify the Subscription Agreement and the transactions contemplated thereunder, including but not limited to the issue of Convertible Bonds and the Conversion Shares, and the grant of the Specific Mandate.		
SPECIAL RESOLUTION [#]		FOR	AGAINST
2.	To approve the proposed Capital Reorganisation, involving the Capital Reduction and the Share Subdivision.		

[#] The full text of the resolutions is set out in the notice of the Meeting.

Dated the _____ day of _____ 2023

Shareholder's signature x _____ x ^(notes e, f, g and h)

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
- Please insert the number of Shares registered in your name(s). If no number is inserted, this revised form of proxy will be deemed to relate to all the Shares in the capital of the Company registered in your name(s).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words "the Chairman of the Meeting or" and insert the name and address of the person appointed proxy in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick ("✓") the boxes marked "For". If you wish to vote against any resolutions, please tick ("✓") the boxes marked "Against". If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his/her discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his/her discretion. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- In the case of a joint holding, this revised form of proxy may be signed by any joint holder, but if more than one joint holder is present at the Meeting, whether in person or by proxy, that one of the joint holder whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- This revised form of proxy must be signed by a shareholder of the Company, or his/her attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- To be valid, this revised 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 or authority must be deposited at the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited (the "Share Registrar") at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 48 hours before the time of the Meeting or any adjourned meeting (the "Closing Time").
- Any alteration made to this form should be initialled by the person who signs the form.
- Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 23 November 2023.
- A shareholder who has not yet lodged the proxy form (the "Initial Proxy Form") sent together with the notice of the Meeting with the Share Registrar is requested to lodge this revised proxy form if he/she wishes to appoint another person as his/her proxy to attend and vote at the Meeting on his/her behalf. In this case, the Initial Proxy Form should not be lodged with the Share Registrar.
- A shareholder who has already lodged the Initial Proxy Form with the Share Registrar should note that: (i) if no revised proxy form is lodged with the Share Registrar before the Closing Time, the Initial Proxy Form will be treated as a valid proxy form lodged by him/her if correctly completed. The proxy so appointed by the shareholder shall be required to vote in such manner as he/she may be directed under the Initial Proxy Form; or (ii) if this revised proxy form is lodged with the Share Registrar before the Closing Time, this revised proxy form will revoke and supersede the Initial Proxy Form previously lodged by the shareholder. This revised proxy form will be treated as a valid proxy form lodged by the shareholder if correctly completed; or (iii) if this revised proxy form is lodged with the Share Registrar after the Closing Time, this revised proxy form will be deemed invalid. The Initial Proxy Form will be treated as a valid proxy form lodged by the shareholder if correctly completed. The proxy so appointed by the shareholder shall be required to vote in such manner as he/she may be directed under the Initial Proxy Form. Accordingly, shareholders are advised not to lodge this revised proxy form after the Closing Time. If such shareholders wish to vote at the Meeting, they will have to attend in person and vote at the Meeting themselves.

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").
- The supply of your Personal Data to the Company is on a voluntary basis and such data will be used for processing your instructions as stated in this form of proxy.
- Your Personal Data will not be transferred to any third parties (other than the Share Registrar of the Company) unless it is a requirement to do so by law, for example, in response to a court order or a law enforcement agency's request and will be retained for such period as may be necessary for our verification and record purposes.
- You and your appointed proxy have the right to request access to and/or to correct the respective Personal Data in accordance with the provisions of the PDPO. Any such request should be in writing addressed to the Personal Data Privacy Officer of Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.