



AUTO ITALIA HOLDINGS LIMITED

意達利控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 720)

Form of proxy for use at the Annual General Meeting to be held
on Tuesday, 28 May 2024 at 5:00 p.m. or any adjournment thereof

I/We ^(note 1) _____
of _____
being holder(s) of _____ ^(note 2) shares of
HK\$0.02 each in the share capital of AUTO ITALIA HOLDINGS LIMITED (the “Company”), HEREBY APPOINT the Chairman of the meeting ^(note 3)
or _____
of _____
as my/our proxy to act for me/us at the annual general meeting of the Company, to be held at United Conference Centre, 10th Floor, United
Centre, 95 Queensway, Admiralty, Hong Kong on Tuesday, 28 May 2024 at 5:00 p.m. or any adjournment thereof, to vote for me/us and in my/
our name(s) in respect of the resolutions set out in the notice convening the said meeting as indicated below, or, if no such indication is given, as
my/our proxy thinks fit.

	ORDINARY RESOLUTIONS	FOR ^(note 4)	AGAINST ^(note 4)
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2023 and the reports of the directors and independent auditor of the Company.		
2.	(A) To re-elect Mr LIN Chun Ho Simon as a director of the Company (“Director(s)”).		
	(B) To re-elect Mr TO Chun Wai as a Director.		
	(C) To re-elect Dr SHAM Chung Ping Alain as a Director.		
	(D) To authorise the board of Directors (the “Board”) to fix the Directors’ remuneration.		
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu, Certified Public Accountants, as the independent auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix its remuneration.		
4.	To grant a general mandate to the Directors to allot, issue and deal with new additional shares of the Company not exceeding 20% of the aggregate number of shares of the Company in issue.		
5.	To grant a general mandate to the Directors to buy back shares of the Company not exceeding 10% of the aggregate number of shares of the Company in issue.		
6.	To extend the general mandate granted to the Directors to allot, issue and deal with new additional shares in the capital of the Company by the aggregate number of shares bought back by the Company.		

Full text of the above resolutions is set out in the notice of the annual general meeting of the Company dated 19 April 2024.

Dated the _____ day of _____ of 2024

Signature(s) ^(note 5) _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of HK\$0.02 each in the issued share capital of the Company registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all those shares in the Company registered in your name(s).
- If any proxy other than the Chairman of the meeting is preferred, strike out 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 AGM WILL ACT AS YOUR PROXY. ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK IN THE BOX MARKED “FOR” THE RELEVANT RESOLUTION. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE BOX MARKED “AGAINST” THE RELEVANT RESOLUTION.** Failure to tick either box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than that referred to in the notice convening the meeting.
- 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 under its common seal or under the hand of an officer or attorney duly authorised.
- In order to be valid, this form of proxy duly completed and signed in accordance with the instructions printed hereon together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof must be delivered to the Company’s share registrar and transfer office in Hong Kong, Tricor Standard Limited 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).
- Where there are joint registered holders of any share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he/she was solely entitled thereto; but if more than one of such joint holders are present at the meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.
- A shareholder of the Company entitled to attend and vote at the meeting may appoint another person as his/her proxy and vote in his/her stead. The proxy need not be a shareholder of the Company but must attend the meeting in person to represent you. A shareholder who is the holder of two or more shares may appoint more than one proxy to attend on the same occasion.
- Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting or at any adjourned meeting or upon the poll concerned if you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.

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 of the Company (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 the Company/Tricor Standard Limited at the above address.

* For identification purpose only