

AQUILA ACQUISITION CORPORATION

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 7836)

(Warrant Code: 4836)

FORM OF PROXY FOR USE BY THE HOLDERS OF CLASS B SHARES FOR THE ANNUAL GENERAL MEETING TO BE HELD ON FRIDAY, 28 JUNE 2024 (OR ANY ADJOURNMENT THEREOF)

	Class B shares
Number of shares to which this form of proxy relates ^(Note 1)	

I/We^(Note 2) _____

of _____
being the registered holder(s) of Class B shares in the issued share capital of Aquila Acquisition Corporation (the “Company”) hereby appoint the chairman of the meeting^(Note 3) or _____

of _____
as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the annual general meeting (the “AGM”) of the Company for the year 2024 to be held at 45/F, Champion Tower, 3 Garden Road, Central, Hong Kong on Friday, 28 June 2024 at 2:30 p.m. (or any adjournment thereof).

Please tick (“√”) the appropriate boxes to indicate how you wish your vote(s) to be cast^(Note 4).

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive the audited financial statements and the reports of the directors and auditor of the Company for the year ended 31 December 2023.		
2.	To re-elect the following directors of the Company: ^(Note 5)		
	(i) Ms. Di LE as an Executive Director of the Company		
	(ii) Dr. Fangxiong GONG as an Independent Non-Executive Director of the Company		
	(iii) Ms. Wenjie WU as an Independent Non-Executive Director of the Company		
3.	To re-appoint BDO Limited as auditor of the Company and to authorise the Board of Directors of the Company to fix their remuneration.		

Date: _____ 2024

Signature(s)^(Note 6): _____

Notes:

- Please insert the number of Class B shares to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all Class B shares of the Company registered in your name(s). If more than one proxy is appointed, the number of Class B shares in respect of which each such proxy so appointed must be specified.
- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- If any proxy other than the chairman of the meeting is preferred, please strike out the words “the chairman of the meeting” and insert the name and address of the proxy desired in the space provided. Any shareholder of the Company entitled to attend and vote at the AGM is entitled to appoint one or more proxy or the same proxy under one or more instruments to attend and vote instead of him/her. A proxy need not be a shareholder of the Company.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (“√”) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (“√”) THE BOX MARKED “AGAINST”.** If no direction is given, your proxy will vote or abstain 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.
- Pursuant to Article 27.1 of the Articles of Association of the Company, only Class B shareholders of the Company present in person or by proxy are entitled to vote resolution no. 2 above.
- This form of proxy must be signed by you or your attorney duly authorized in writing. In case of a corporation, the same must be either under its common seal or under the hand of an officer or attorney so authorized. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- In case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company.
- In order to be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of that power of attorney or authority, must be completed and returned to the Company’s Hong Kong share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for the holding of the AGM (i.e. not later than 2:30 p.m. on Wednesday, 26 June 2024) or any adjournment thereof.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the AGM if you so wish.
- References to time and dates in this form of proxy are to Hong Kong time and dates.

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 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 Tricor Investor Services Limited at the above address.