

Asia Grocery Distribution Limited
亞洲雜貨有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 8413)

**Form of Proxy for use at the Extraordinary General Meeting (“EGM”) to be convened on
Friday, 6 October 2023 at 2:30 p.m. (or at any adjournment thereof)**

I/We⁽¹⁾ _____ of
(address) _____

being the registered holder(s) of⁽²⁾ _____ share(s) of HK\$0.01 each (the “Shares”) in the share capital of Asia Grocery Distribution Limited (the “Company”), **HEREBY APPOINT**⁽³⁾ _____
of (address) _____

or failing him/her, the Chairman of the EGM, as my/our proxy to act for me/us and on my/our behalf at the EGM of the Company to be held at Upper Ground Floor, Mai Tong Industrial Building, No. 22 Sze Shan Street, Kowloon, Hong Kong on Friday, 6 October 2023 at 2:30 p.m. (or at any adjournment thereof) for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the EGM and to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below and, if no such indication is given, as my/our proxy thinks fit.

SPECIAL RESOLUTION	FOR ⁽⁴⁾	AGAINST ⁽⁴⁾
1. To approve the proposed Change of Company Name as defined in the circular of the Company dated 18 September 2023.		

The description of the resolution is by way of summary only. The full text appears in the notice convening the EGM of the Company.

Date: _____ 2023

Signature⁽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 registered in your name(s).
- Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE EGM WILL ACT AS YOUR PROXY**. Any alterations made to this form of proxy should be initialled by the person who signs it. The proxy needs not be a member of the Company, but must attend the EGM in person to represent you.
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PLACE A “✓” IN THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PLACE A “✓” IN THE RELEVANT BOX MARKED “AGAINST”**. Failure to tick either box in respect of a resolution will entitle your proxy to cast your vote at his/her discretion or to abstain from voting. Your proxy will also be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the EGM other than those referred to in the notice convening the EGM.
- 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, attorney or other person duly authorised.
- Where there are joint registered holders of any Share, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such Shares as if this person were solely entitled thereto; but if more than one of such joint holders be present at the EGM personally or by proxy, that one of the said persons so present being the most or, as the case may be, the more senior shall alone be entitled to vote in respect of the relevant joint holding and, for this purpose, seniority shall be determined by reference to the order in which the names of the joint holders stand on the register of members of the Company in respect of the relevant joint holding.
- 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 notarially certified copy of that power or authority must be deposited at the office of the Hong Kong branch share registrar and transfer office of the Company, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong, not less than 48 hours before the time appointed for holding the EGM (i.e. not later than 2:30 p.m. on Wednesday, 4 October 2023) or any adjournment thereof.
- Completion and delivery of this form of proxy will not preclude you from attending and voting in person at the EGM if you so wish. In the event that you attend the EGM after having lodged this form of proxy, this form of proxy will be deemed to have been revoked.
- Reference to time and dates in this form of proxy are to Hong Kong time and dates.

PERSONAL INFORMATION COLLECTION STATEMENT

“Personal Data” in this statement has the same meaning as “personal data” defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”), which include your and your proxy’s name and address. Your supply of the Personal Data is on a voluntary basis and for the purpose of processing your instructions as stated in this Proxy Form (the “Purposes”). If you fail to supply sufficient information, the Company may not be able to process your instructions. The Company may disclose or transfer the Personal Data to its subsidiaries, its Share Registrar and/or third party service provider who provides administrative, computer and other services to the Company 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. The Personal Data will be retained for such period as may be necessary to fulfil the Purposes (including for verification and record purposes). Request for access to and/or correction of the Personal Data can be made in accordance with the provisions of the PDPO and any such request should be in writing and sent to the Privacy Compliance Officer of Union Registrars Limited at the above address.