



AUTOMATED SYSTEMS HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 771)

Proxy Form for Special General Meeting

I/We ^(Note 1) _____
of _____
being the registered holder(s) of _____ share(s) ^(Note 2) (the “Share(s)”) of par value HK\$0.10 each in the share capital of Automated Systems Holdings Limited (the “Company”), hereby appoint the Chairman of the Meeting ^(Note 3) or _____
of _____ as my/our proxy to attend and vote for me/us and on my/our behalf at the special general meeting (or at any adjournment thereof) of the Company (the “SGM”) to be held at 15th Floor, Topsail Plaza, 11 On Sum Street, Shatin, New Territories, Hong Kong on Wednesday, 22nd January 2020 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the ordinary resolutions (with or without modifications) as set out in the notice dated 31st December 2019 convening the SGM (the “Notice”).

I/We direct my/our proxy to vote in respect of the resolutions to be proposed at the SGM in the following manner:

Ordinary Resolutions		For ^(Note 4)	Against ^(Note 4)
1.#	To confirm, approve and ratify the Merger Agreement, the Proposed Spin-off and the transactions contemplated thereunder		
2.#	To waive the assured entitlement in respect of the Proposed Spin-off		

The full text of the ordinary resolutions is set out in the Notice.

Capitalised terms used in this proxy form shall have the same meaning as those defined in the Notice.

Date: _____

Signature ^(Note 7): _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
- Please insert the number of Shares registered in your name(s). If no number is inserted, this form will be deemed to relate to all the Shares registered in your name(s).
- If you wish to appoint a proxy other than the Chairman of the Meeting, please strike out “the Chairman of the Meeting or” and insert the name and address of the person you wish to appoint in the space provided. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT:** Please indicate with a “✓” in the appropriate space beside each of the resolutions how you wish the proxy to vote on your behalf. In the absence of any such indication, the proxy will vote for or against the resolution(s) or abstain at his/her discretion. Your proxy will also be entitled to vote at this discretion on any resolution(s) properly put to the SGM other than the resolutions set out in the Notice.
- A shareholder of the Company (“Shareholder(s)”) entitled to attend and vote at the SGM is entitled to appoint another person as his/her proxy to attend and vote instead of him/her, and on a poll, votes may be given either personally or, in the case of a shareholder being a corporation, by its authorised representative or by proxy in accordance with the bye-laws of the Company. A Shareholder who is a holder of two or more Shares may appoint more than one proxy to attend the SGM. A proxy need not be a Shareholder. If more than one proxy is so appointed, the appointment shall specify the number of Shares in respect of which each such proxy is so appointed.
- Where there are joint registered holders of any Share, any one of such persons may vote at the SGM, either personally or by proxy, in respect of such share as if he/ she were solely entitled thereto; but if more than one of such joint holders be present at the SGM personally or by proxy, then one of the said persons so present whose name stands first on the register of members of the Company in respect of such Share shall alone be entitled to vote in respect thereof.
- This proxy form must be signed by you or your attorney duly authorised in writing. In the case of a corporation, this form must be executed under seal or under the hand of an officer or attorney duly authorized.
- In order to be valid, this proxy form together with the 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 lodged at the Company’s branch share registrar in Hong Kong, Tricor Tengis Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not less than 48 hours before the time for holding the SGM or any adjournment thereof.
- Completion and return of the proxy form will not preclude you from attending and voting in person at the SGM or any adjournment thereof should you so wish.

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”).
- Your Personal Data may be used in connection with processing your appointment of proxy and instructions.
- Your supply of Personal Data to the Company is on a voluntary basis. If you fail to provide sufficient information, the Company may not be able to process your appointment of proxy and instructions.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its branch share registrars and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for our verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. We have the right to charge a reasonable fee for processing any Personal Data access request. Any such request for access to and/or correction of your Personal Data should be in writing to the Personal Data Privacy Officer of Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong.