



ALCO HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

Website: <http://www.alco.com.hk>

(Stock Code: 328)

FORM OF PROXY FOR USE AT ANNUAL GENERAL MEETING

I/We ^(note 1) _____
of _____
being the registered holder(s) of ^(note 2) _____ shares of HK\$0.10 each
in the capital of Alco Holdings Limited (the "Company") hereby appoint ^(note 3) _____
of _____
or failing him, the duly appointed Chairman of the Meeting, as my/our proxy, to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at Room 2, level 11, Nina Hotel Tsuen Wan West, 8 Yeung Uk Road Tsuen Wan, New Territories, Hong Kong on Friday, 30 September 2022 at 11:00 a.m. and at any adjournment thereof on the undermentioned resolutions as indicated and 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 and the reports of the directors and auditor for the year ended 31 March 2022.		
2.	(i) To re-elect Mr. CHUNG Hau Yeung as an executive director.		
	(ii) To re-elect Mr. LEI Kam Chao as an executive director.		
	(iii) To re-elect Mr. YIP Wing Shing as an executive director.		
	(iv) To re-elect Ms. HONG Ting as a non-executive director.		
	(v) To re-elect Ms. CHOI Ka Ying as an independent non-executive director.		
	(vi) To re-elect Mr. LAM Chi Wing as an independent non-executive director.		
	(vii) To re-elect Mr. TANG Sher Kin as an independent non-executive director.		
3.	To appoint SHINEWING (HK) CPA Limited as auditor of the Company and to authorise the Board of Directors to fix the Auditor's remuneration.		
4.	To grant an unconditional general mandate to the Directors to allot, issue and deal with additional shares of the Company.		
5.	To grant an unconditional general mandate to the Directors to repurchase shares of the Company.		
6.	To consider and, if thought fit, to approve THAT:		
	(a) the authorised share capital of the Company be and is hereby increased from HK\$80,000,000 divided into 800,000,000 Shares of HK\$0.1 each (the "Shares") to HK\$300,000,000 divided into 3,000,000,000 Shares by the creation of an additional 2,200,000,000 Shares, and that each such new Share, upon issue and fully paid, shall rank <i>pari passu</i> in all respects with the existing issued Shares (the "Increase in Authorised Share Capital"); and (b) any one or more Directors be and is/are hereby authorised to take such actions, do all such acts and things and execute all such further documents or deeds as he/they may, in his/their absolute discretion, consider necessary, appropriate, desirable or expedient for the purpose of, or in connection with, the implementation of or giving effect to or the completion of any matters relating to the Increase in Authorised Share Capital.		

Dated this: _____ day of _____ 2022

Signature ^(note 5): _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of HK\$0.10 each registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, TICK IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE RELEVANT BOX MARKED "AGAINST".** Failure to complete the boxes will entitle your proxy to cast his vote at his discretion.
- 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.
- If more than one of the joint holders be present at the meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of the relevant shares shall alone be entitled to vote in respect thereof.
- To be valid, this form of proxy, together with the power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy of that power or authority thereof, must be deposited with the Company Secretary at the Company's principal place of business in Hong Kong at, 11/F, Metropole Square, 2 On Yiu Street, Sha Tin, New Territories, Hong Kong not less than 48 hours before the time for holding the meeting or adjourned meeting thereof.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and deposit of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.
- Any alterations made in this form of proxy must be initialed by the person who signs it.