

LONDON ASIA CAPITAL PLC

FORM OF PROXY

Form of Proxy for use at the Annual General Meeting (“**meeting**”) of the Company to be held at the Company’s registered office at 64 North Row, London W1K 7DA on Thursday 12th December 2024 at 12.20 p.m., or any adjournment thereof. Before completing this Form of Proxy, please read the explanatory Notes below.

I/We,

.....*

* (insert name(s) of shareholder)

of :

.....*

* (insert full address of shareholder including post code)

being a holder(s) of: Ordinary shares*/B Ordinary shares* in the Company
*(delete as appropriate)

with Unique Reference Number: (if not known, insert share certificate number instead) , hereby appoint the: -

- Chairman of the meeting;
- Managing Director of the Company;
- Company Secretary *

*(see Note 2 and delete two of the above as appropriate)

over **ALL** [or, insert number of shares here instead of ALL] as my/our proxy to attend, speak and vote on my/our behalf at the meeting or any adjournment thereof.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an “X”.

Resolution:		For:	Against:
	ORDINARY RESOLUTIONS		
1	Subject to the passing of Resolution 3, THAT with effect from the Company's re-registration as a private limited company and in accordance with paragraph 47(3)(b) of Part 3 of Schedule 4 to the Companies Act 2006 (Commencement No. 5, Transitional Provisions and Savings) Order 2007 (SI 2007/3495), the directors be given authority to authorise matters giving rise to an actual or potential conflict for the purposes of section 175 of the Companies Act 2006.		
2	To receive and adopt the company’s annual accounts for the financial year ended 30 June 2024 together with the strategic report, the directors’ report and the auditors’ report on those accounts.		

SPECIAL RESOLUTIONS			
3	THAT the Company be re-registered as a private limited company under the Companies Act 2006 with the name of "London Asia Capital Limited".		
4	Subject to the passing of Resolution 2, THAT the new articles of association annexed as Appendix B to the Company's circular dated 15 th November 2024 and produced to the meeting, and for the purposes of identification initialled by the Chairman, be adopted in substitution for and to the exclusion of the existing articles of association.		

Notes:

1. Any shareholder entitled to attend and vote at the meeting may appoint one or more proxies to attend, to speak and to vote on their behalf at the meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by the shareholder. A proxy may be for ALL their shares of a particular class or a lesser specified number of shares. If the proxy is being appointed in relation to less than a full voting entitlement, please enter the number of shares in relation to which they are authorised to act as proxy. More than one Proxy Form may be submitted.
2. Because of the hybrid nature of the meeting, a proxy may only be nominated from the officers of the Company being: David Buchler, the Chairman of the meeting, Paul Bobroff, the Managing Director or David Fordham, the Company Secretary, who will be in physical attendance at the meeting. If you sign and return this Form of Proxy with no single name clearly chosen, the Chairman of the meeting will be deemed to be your proxy.
3. An emailed Form of Proxy must be in .pdf format and emailed to info@londonasiacapital.com. A posted Form of Proxy must be posted or hand delivered to London Asia Capital Plc, 64 North Row, London, W1K 7DA. To be valid, the Form of Proxy (together with the power of attorney or other authority under which it is signed or a duly certified copy of such power of attorney or other authority) must be duly completed and signed and received by the Company Secretary by not later than 12.20 p.m. on Tuesday 10 December 2024. Completion of a Form of Proxy will not preclude a member from attending and voting in person.
4. A shareholder which is a corporation and wishes to be represented at the meeting by a person with authority to speak, vote on a show of hands and vote on a poll (a "corporate representative") must submit a certified copy of the resolution giving the relevant authority to that corporate representative to the registered office (for the attention of the Company Secretary) by the same process and deadline as in note 3 above. Alternatively, a corporation may complete and return a Form of Proxy.
5. In the case of joint shareholders the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority shall be determined by the order in which their names stand in the register of members in respect of their joint holding. The names of all joint shareholders should be stated on the Form of Proxy, but the signature of one holder will be sufficient.
6. The resolutions will be decided on a show of hands unless a poll is demanded in accordance

with the provisions of the articles of association of the Company and of the Companies Act 2006.

7. If this Form of Proxy is returned without an indication as to how the proxy shall vote on the matter, the proxy will exercise their discretion as to whether, and if so how, they vote.
8. If the shareholder submits more than one valid proxy appointment over the same shares, the appointment received last before the latest time for the receipt of proxies will take precedence.