


Z-OBEE HOLDINGS LIMITED
融達控股有限公司*
(Incorporated in Bermuda with limited liability)
(Stock Code: 948)

Form of Proxy for the Annual General Meeting to be held on 21 August 2018

I/We ^(Note 1) (name) _____
of (address) _____
being the registered holder(s) of ^(Note 2) _____
shares of US\$0.16 each in the issued share capital of Z-Obee Holdings Limited (the “Company”), hereby appoint ^(Note 3) THE CHAIRMAN OF THE MEETING or (name) _____
of (address) _____

as my/our proxy to attend, act and vote for me/us and on my/our behalf at the annual general meeting of the Company (the “AGM”) to be held at Novotel Century Hong Kong, Plaza 1-2 Lower Lobby, 238 Jaffe Road, Wanchai, Hong Kong on Tuesday, 21 August 2018 at 3:00 p.m. (and at any adjournment thereof) for the purposes of considering and, if thought fit, passing the resolutions (with or without amendments) as set out in the notice convening the AGM and to vote for me/us in my/our name(s) in respect of such resolutions as hereunder 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, consider and approve the audited consolidated financial statements, the directors’ report and the independent auditor’s report for the financial year ended 31 March 2014.		
2.	To receive, consider and approve the audited consolidated financial statements, the directors’ report and the independent auditor’s report for the financial year ended 31 March 2015.		
3.	To receive, consider and approve the audited consolidated financial statements, the directors’ report and the independent auditor’s report for the financial year ended 31 March 2016.		
4.	To receive, consider and approve the audited consolidated financial statements, the directors’ report and the independent auditor’s report for the financial year ended 31 March 2017.		
5.	To receive, consider and approve the audited consolidated financial statements, the directors’ report and the independent auditor’s report for the financial year ended 31 March 2018.		
6.	(a) To re-elect Mr. Xiong Jianrui as an executive director of the Company.		
	(b) To re-elect Mr. Yi Peijian as an executive director of the Company.		
	(c) To re-elect Mr. Lin Tao as an independent non-executive director of the Company.		
	(d) To re-elect Mr. Khoo Wun Fat William as an independent non-executive director of the Company.		
	(e) To re-elect Mr. Cui Songhe as an independent non-executive director of the Company.		
	(f) To authorise the board of directors to fix the remuneration of the directors of the Company.		
7.	To re-appoint Crowe (HK) CPA Limited as the auditor of the Company and to authorise the board of directors to fix the remuneration of the auditors.		
8.	To give a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.		
9.	To give a general mandate to the directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.		
10.	To extend the general mandate granted to the directors to issue, allot and deal with additional shares of the Company by the aggregate number of the shares repurchased by the Company.		
11.	To confirm and ratify the failure to hold the 2014, 2015, 2016 and 2017 annual general meetings of the Company.		
SPECIAL RESOLUTIONS			
12.	To approve the change of the English name of the Company from “Z-Obee Holdings Limited” to “Alpha Professional Holdings Limited” and the Chinese name “阿爾法企業控股有限公司” be adopted for identification purpose only in place of its existing Chinese name “融達控股有限公司” (which was adopted for identification purpose only), and to authorise any one director of the Company to take the necessary action to give effect to such change of name of the Company.		
13.	To amend the bye-laws of the Company to reflect the change in the name of the Company.		

Date: _____ 2018

Signature(s) ^(Note 5): _____

* For identification purpose only

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
2. 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 in the Company registered in your name(s).
3. 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, who is the holder of two or more shares, may appoint one proxy or more than one proxy to attend and vote instead of him provided that 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. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
4. **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 discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
5. This form of proxy must be signed by you or your attorney duly authorised 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 authorised. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
6. On a poll every shareholder of the Company present in person or by proxy or, in case of a shareholder being a corporation, by its duly authorized representative, shall have one vote for every fully paid share of which he is the holder.
7. 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.
8. In order 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 certified copy thereof, must be deposited at the Company's share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof.
9. A proxy need not be a shareholder of the Company but must attend the meeting in person to represent you.
10. Completion and delivery of the form of proxy will not preclude you from attending and voting at the AGM if you so wish.
11. For full text of the above resolutions, please refer to notice of AGM dated 20 July 2018.

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 to Tricor Investor Services Limited at the above address.