



ASIA STANDARD HOTEL GROUP LIMITED

泛海酒店集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 292)

PINK FORM OF PROXY FOR USE AT THE COURT MEETING OF ASIA STANDARD HOTEL GROUP LIMITED (THE “COMPANY”) TO BE HELD ON MONDAY, 23 SEPTEMBER 2024 AT 10:00 A.M. (HONG KONG TIME) (AND ANY ADJOURNMENT THEREOF)

PINK form of proxy for use by the Scheme Shareholders (as defined in the Scheme Document) at the meeting convened by the direction of the Supreme Court of Bermuda to be held at Empire Grand Room, 1st Floor, Empire Hotel Hong Kong, 33 Hennessy Road, Wanchai, Hong Kong on Monday, 23 September 2024 at 10:00 a.m. (Hong Kong time) and at any adjournment thereof (the “**Court Meeting**”).

IN THE SUPREME COURT OF BERMUDA
CIVIL JURISDICTION
COMMERCIAL COURT

2024: No. 228

IN THE MATTER OF ASIA STANDARD HOTEL GROUP LIMITED

AND

IN THE MATTER OF SECTION 99 OF THE COMPANIES ACT 1981 (AS AMENDED) OF BERMUDA

Number of Scheme Shares to which this Form of Proxy relates ^(Note 1)	
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I/We ^(Note 2) _____

of _____

being the registered holder(s) of _____ shares of HK\$0.02
each in the share capital of the Company, **HEREBY APPOINT** ^(Note 3) the chairman of the Court Meeting or

of _____
as my/our proxy to attend and act for me/us at the Court Meeting or at any adjournment thereof (as the case may be)
and to vote on my/our behalf in respect of the resolution(s) to be put to the Court Meeting and any adjournment thereof
(as the case may be) as described in the notice of the Court Meeting to members (the “**Members**”) of the Company dated
29 August 2024 (the “**Notice**”) as hereunder indicated and, if no such indication is given, as my/our proxy thinks fit.

Unless otherwise defined, capitalised terms used herein shall have the same meanings as those stated in the Scheme Document.

FOR the Scheme ^(Note 4)	AGAINST the Scheme ^(Note 4)

Dated this _____ day of _____ Shareholder’s signature ^(Note 5): _____

Contact Phone Number: _____

Notes:

1. Please insert the number of the Scheme Shares registered in your name(s) and to which this form of proxy relates. If no number is inserted or the number inserted exceeds the total number of the Scheme Shares registered in your name(s), this form of proxy will be deemed to relate to all the Scheme Shares registered in your name(s).
2. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The names of all joint holders should be stated.
3. This form of proxy appoints the chairman of the Court Meeting as your proxy. If you wish to appoint a proxy other than the chairman of the Court Meeting, you must strike out the words “the chairman of the Court Meeting or” and insert the name and address of the proxy desired in the space provided. **Any alteration made to this form of proxy must be initialled by the Member who signs it.** If no name is inserted, the chairman of the Court Meeting shall be deemed to have been appointed as your proxy. For appointing of more than one proxy, the original form may be photocopied for use.
4. The full text of the Scheme and a copy of an explanatory statement explaining the effect of the Scheme are contained in the scheme document dated 29 August 2024 (the “**Scheme Document**”) jointly issued by ASI, the Offeror and the Company.

IMPORTANT: If you wish to vote for the Scheme, please put a tick “✓” in the appropriate box under “FOR THE SCHEME”. If you wish to vote against the Scheme, please put a tick “✓” in the appropriate box under “AGAINST THE SCHEME”. It is requested that you vote all of the shares registered in your name(s) either FOR the Scheme or AGAINST the Scheme and not to vote some of the shares registered in your name(s) FOR the Scheme and some of the shares registered in your name(s) AGAINST the Scheme. Failure to tick either box will entitle your proxy to vote or abstain at his/her discretion in respect of the relevant resolution(s). Save to the extent of any instructions as aforesaid, this form of proxy gives absolute authority to the proxy to do all such things (including voting or abstaining as he/she may at his/her absolute discretion consider appropriate) that the appointing Member may do in respect of any business which may arise at the Court Meeting.

IMPORTANT: EACH HOLDER OF SCHEME SHARES (OTHER THAN A BANK, A BROKER OR OTHER NOMINEE WHO HOLDS SHARES IN ITS NAME ON BEHALF OF OTHERS OR HKSCC NOMINEES LIMITED) IS ONLY ENTITLED TO SUBMIT ONE PROXY FORM FOR THE COURT MEETING. IF MORE THAN ONE PROXY FORM FOR THE COURT MEETING IS SUBMITTED BY A HOLDER OF SCHEME SHARES (OTHER THAN A BANK, A BROKER OR OTHER NOMINEE WHO HOLDS SHARES IN ITS NAME ON BEHALF OF OTHERS OR HKSCC NOMINEES LIMITED) AND THE VOTING INSTRUCTIONS REQUIRE THE PROXIES TO VOTE BOTH FOR AND AGAINST THE SCHEME, THE CHAIRMAN OF THE COURT MEETING SHALL BE AT LIBERTY TO REJECT THOSE PROXY FORMS. IF MORE THAN ONE PROXY FORM FOR THE COURT MEETING IS SUBMITTED BY A HOLDER OF SCHEME SHARES (OTHER THAN A BANK, A BROKER OR OTHER NOMINEE WHO HOLDS SHARES IN ITS NAME ON BEHALF OF OTHERS OR HKSCC NOMINEES LIMITED) AND THE VOTING INSTRUCTIONS REQUIRE THE PROXIES TO VOTE EITHER FOR OR AGAINST THE SCHEME BUT NOT TO VOTE BOTH FOR AND AGAINST THE SCHEME, THE CHAIRMAN SHALL HAVE ABSOLUTE DISCRETION AS TO WHETHER OR NOT TO ACCEPT THOSE PROXY FORMS.

5. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either executed under its seal or under the hand of an officer or attorney duly authorized to sign the same.
6. 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 thereof, must be completed, signed and deposited at the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, as soon as possible and in any event not less than 48 hours before the time fixed for holding the Court Meeting (or any adjournment thereof). If this form of proxy is not so deposited, it may, however, be handed to the chairman of the Court Meeting at the Court Meeting before the taking of poll, who shall have absolute discretion as to whether or not to accept it. Completion and delivery of this form of proxy will not preclude you from attending the Court Meeting (or any adjournment thereof) and voting in person at the Court Meeting (or any adjournment thereof) if you so wish, but in the event of your attending and voting at the Court Meeting after having lodged this form of proxy, this form of proxy will be deemed to have been revoked.
7. Where there are joint holders of any Scheme Share, any one of such joint holder may vote at the Court Meeting or any adjournment thereof (as the case may be), in person or by proxy, in respect of such Scheme Share as if he/she/it were solely entitled thereto, but if more than one of such joint holders be present at the Court Meeting or any adjournment thereof (as the case may be), that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
8. The Scheme will be voted upon by way of poll at the Court Meeting.
9. The Company reserves its rights to treat any form of proxy which has been incorrectly completed in some manner as valid if such incorrectness is considered, at the Company’s absolute discretion, not material.
10. The proxy need not be a member of the Company but must attend the Court Meeting in person to represent you. The proxy should produce proof of identity when attending the Court Meeting. If a corporate Member appoints its representative to attend the Court Meeting, such representative should produce proof of identity and a copy of the resolution of the board of directors or other governing body of that Member appointing such representative to attend the Court Meeting.
11. References to time and dates in this instrument are to Hong Kong time and dates unless otherwise specified.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy’s name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy and your voting instructions for the Court Meeting (the “**Purposes**”). We may transfer your and your proxy’s 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 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 (Cap. 486, the Laws of Hong Kong) and any such request should be in writing by mail to Computershare Hong Kong Investor Services Limited at the above address.

* For identification purposes only