



Royal Century Resources Holdings Limited

仁德資源控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 8125)

FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON MONDAY, 16 NOVEMBER 2020 AT 11:00 A.M. (OR ANY ADJOURNMENT THEREOF)

I/We ^(Note 1) _____ of _____ being the registered holder(s) of ^(Note 2) _____ ordinary shares (the “Share(s)”) of Royal Century Resources Holdings Limited (the “Company”), **HEREBY APPOINT** ^(Note 3) the Chairman of the extraordinary general meeting (the “Meeting”), or _____ of _____ as my/our proxy to attend and vote for me/us and on my/our behalf at the Meeting to be held at Suite 2201, 22/F., China Resources Building, 26 Harbour Road, Wanchai, Hong Kong on Monday, 16 November 2020 at 11:00 a.m. (or at any adjournment thereof) in respect of the resolutions set out in the notice convening the Meeting (the “Notice”) as hereunder indicated and, if no such indication is given, as my/our proxy thinks fit.

Capitalised terms used herein shall have the same meaning as those defined in the Notice.

ORDINARY RESOLUTIONS [#]		FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To approve the Share Consolidation.		
2.	To approve the Rights Issue, the Underwriting Agreement, the Placing Agreement, the Matching Service Agreement and the transactions contemplated respectively thereunder.		

[#] The full text of the above resolutions is set out in the Notice.

Dated this _____ day of _____ 2020 Signature ^(Note 5) _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**. The name of all joint registered holders should be stated.
- 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 registered in your name(s)
- If any proxy other than the Chairman of the Meeting is preferred, strike out “the Chairman of the extraordinary general meeting” and insert in **BLOCK CAPITALS** the full name and address of the proxy desired in the space provided. You are entitled to appoint one or more separate proxies and the proxy need not be a member of the Company but must attend the Meeting in person to represent you. **Any alteration made to this form of proxy must be duly initialled by the person who signs it.**
- Please indicate with a “✓” in the space beside each of the resolutions showing how you wish the proxy to vote on your behalf. In the absence of such indication, the proxy may vote for or against the resolutions or may abstain at his/her/its discretion. Your proxy will also be entitled to vote at his/her/its discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- 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.
- Where there are joint registered holders of any Share(s), any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such Share(s) as if he were solely entitled thereto, but if more than one of such 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 of Members in respect of such shares shall alone be entitled to vote and will be accepted to the exclusion of other joint registered holders in respect hereof.
- To be valid, this form of proxy, together with any power of attorney or other authority (if any) under which it is signed, or a certified copy of that power or authority, must be deposited at the Company’s share registrar and transfer office, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong, not less than 48 hours before the time of the Meeting (i.e. no later than 11:00 a.m. on Friday, 13 November 2020 (Hong Kong time)) or any adjournment of the Meeting.
- Completion and return of this form will not preclude you from attending and voting in person at the Meeting or any adjournment thereof if you so wish.

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 Meeting 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 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. You/your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing to the Company/Union Registrars Limited at the above address.