



AFC Group Holdings Limited

Lodge your proxy



Online
www.investorvote.co.nz



By Mail
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Private Bag 92119, Auckland 1142, New Zealand



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For all enquiries contact



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corporateactions@computershare.co.nz

Proxy/Voting Form



www.investorvote.co.nz

Lodge your proxy online, 24 hours a day, 7 days a week:

Smartphone?

Scan the QR code to vote now.

Your secure access information

Control Number:

CSN/Securityholder Number:

PLEASE NOTE: You will need your CSN/Securityholder Number and postcode or country of residence (if outside New Zealand) to securely access InvestorVote and then follow the prompts to appoint your proxy and exercise your vote online.



For your proxy to be effective it must be received by 2:00 pm (New Zealand Time) Tuesday 28 September 2021.

ZOOM ANNUAL MEETING

AFC Group Holdings Limited (the Company) gives you notice that the annual meeting of shareholders will be held online via Zoom link commencing at 2:00pm on 30 September 2021. Shareholders can watch the proceedings using the below access details.

Topic: AFC AGM 2021. Date: 30 September 2021 Time: 02:00 pm Auckland, Wellington.

Join Zoom Meeting <https://zoom.us/j/2595915157?pwd=Rnh0NjByb3cydC9CWjd5NjRNSGoxUT09>.

Meeting ID: 259 591 5157. Passcode: AFC123

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appointment of Proxy

Watching the Meeting on Zoom does not constitute being present at the Meeting, and, accordingly, Shareholders cannot vote via Zoom – if you wish to vote, please vote by proxy in accordance with the instructions on page 4 of this Notice.

If you wish to vote on the date, you can email your Shareholder details CSN/Securityholder Number, your registered name and address and your voting intentions for each Resolution or scan your proxy/voting form to accounts@afcnz.com by **3:00 p.m. on Thursday 30 September 2021**.

Voting on your holding

Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote as they choose. If you mark more than one box on an item your vote will be invalid on that item.

Attending the Meeting

Please refer to the enclosed Notice of Meeting for details on accessing the meeting.

Signing Instructions for Postal Forms

Individual

Where the holding is in one name, the securityholder must sign.

Joint Holding

Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney

If this Proxy Form has been signed under a power of attorney, a copy of the power of attorney (unless already deposited with the Company) and a signed certificate of non-revocation of the power of attorney must be produced to the Company with this Proxy Form.

Companies

This form should be signed by a Director jointly with another Director, or a Sole Director can also sign alone. Please sign in the appropriate place and indicate the office held.

Comments & Questions

If you have any comments or questions for the company, please write them on a separate sheet of paper and return with this form or by email to accounts@afcnz.com.

Turn over to complete the form to vote

Proxy/Voting Form

STEP 1 Appoint a Proxy to Vote on Your Behalf

I/We being a securityholder/s of AFC Group Holdings Limited

hereby appoint _____ of _____

or failing him/her _____ of _____

as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions at the **Annual General Meeting of AFC Group Holdings Limited to be held via Zoom on Thursday 30 September 2021 commencing at 2.00 pm (New Zealand Time)** and at any adjournment of that meeting.

STEP 2 Items of Business – Voting Instructions

Please note: If you mark the Abstain box for an item, you are directing your proxy not to vote on your behalf and your votes will not be counted in computing the required majority.

| Ordinary Business | For | Against | Proxy Discretion | Abstain |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
| 1. That the Annual Report be received. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. That the Company's Auditors William Buck is reappointed as auditors. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. That the directors of the Company be authorised to fix the remuneration of the auditors of the Company for the ensuing year. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. That Bo Xian (Charles) Cao, who retires by rotation and is eligible for re-election, be elected as a director of the Company. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. That Qiang (John) Li, who retires by rotation and is eligible for re-election, be elected as an independent director of the Company. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. That Zilei (Jacky) Wang, who retires by rotation and is eligible for re-election, be elected as an independent director of the Company. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 7. That Jingwei (Karen) Ma, having been appointed since the last annual meeting and who therefore retires and is eligible for election, be elected as a director of the Company. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

If your proxy is not the Chairman of the Meeting or any other director of the Company, please ensure that you provide their contact details (phone and email address).

Proxy contact Details (Phone): _____ and (Email): _____

SIGN Signature of Securityholder(s) This section must be completed.

Securityholder 1

or Sole Director/Director

Securityholder 2

or Director (if more than one)

Securityholder 3

Contact Name _____ Contact Daytime Telephone _____ Date _____

