



KPa-BM Holdings Limited

應力控股有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock code on Main Board: 2663)

PROXY FORM

Form of proxy for use by shareholders of KPa-BM Holdings Limited (the “Company”) at the extraordinary general meeting of the Company (the “Meeting”) to be held at 1907 to 1915, The Octagon, 6 Sha Tsui Road, Tsuen Wan, New Territories, Hong Kong on Thursday, 14 June 2018 at 10:00 a.m.

I/We ¹ _____
of _____
being the registered holder(s) of ² _____ shares of HK\$0.01
each (the “Shares”) of the Company **HEREBY APPOINT** ³ _____
of _____

or failing him, the chairman of the meeting as my/our proxy, to attend and vote for me/us and on my/our behalf at the Meeting (or any adjournment thereof) of the Company to be held at **1907 to 1915, The Octagon, 6 Sha Tsui Road, Tsuen Wan, New Territories, Hong Kong on Thursday, 14 June 2018 at 10:00 a.m.** for the purpose of considering and, if thought fit, passing the ordinary resolutions set out in the notice convening such meeting and at such meeting (or any adjournment thereof) to vote for me/us in my/our name(s) in respect of the said resolutions as hereunder indicated or, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION[#]		FOR⁴	AGAINST⁴
(a)	To approve, confirm and ratify the 2018 Master Supply Agreement dated 20 April 2018 entered into between the Company and BuildMax (SZ).		
(b)	To approve, confirm and ratify the Proposed Annual Caps for the three years ending 31 March 2021 in relation to the transactions contemplated under the 2018 Master Supply Agreement.		
(c)	To authorise any one director of the Company to do all such acts and things and execute all such documents which he considers necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the 2018 Master Supply Agreement and the transactions contemplated thereunder.		

Dated this _____ day of _____ 2018 Signature⁵: _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of Shares of HK\$0.01 each registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the Shares of the Company registered in your name(s).
3. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.** 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 INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **IF YOU WISH TO VOTE FOR A RESOLUTION, PUT A TICK (“/”) IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PUT A TICK (“/”) IN THE BOX MARKED “AGAINST”.** Failure to do so will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any amendment to the resolutions referred to in the notice convening the meeting which has been properly put to the meeting.
5. 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 signed either under its seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
6. In the case of joint holders any one of such joint holders may vote, either in person or by proxy, in respect of such shares as if he were solely entitled thereto, but if more than one of such joint holders be present at the Meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
7. To be valid, this form of proxy, and (if required by the board of directors) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power of authority shall be delivered to the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited (“Share Registrar”) at 22nd Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong no less than 48 hours before the time for holding the Meeting.
8. Completion and delivery of this form of proxy will not preclude you from attending and voting at the meeting if you so desire and in such event, this proxy form shall be deemed to be revoked.
9. Any alteration made to this form should be initialed by the person who signs the form.