



# Endurance RP Limited

壽康集團有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 575)

## FORM OF PROXY for the Annual General Meeting to be held on Thursday, 1 June 2023 or at any adjournment thereof

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ shares of US\$0.01 each in the capital of Endurance RP Limited (the "Company") HEREBY APPOINT  
the chairman of the Meeting or <sup>(Note 3)</sup> \_\_\_\_\_ of \_\_\_\_\_  
of \_\_\_\_\_ or failing him/her, \_\_\_\_\_  
as my/our proxy to attend and act for me/us on my/our behalf at the Annual General Meeting ("Meeting") of the Company to be held at 14/F, Fairmont House, 8 Cotton Tree Drive, Central, Hong Kong on Thursday, 1 June 2023 at 3:00 p.m. (and at any adjournment thereof) and at such Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as hereunder indicated and, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS <sup>(Note 4)</sup>		FOR <sup>(Note 5)</sup>	AGAINST <sup>(Note 5)</sup>
1.	To receive, consider and adopt the audited financial statements of the Company and the reports of the Directors and the independent auditor of the Company for the year ended 31 December 2022		
2.	To re-appoint BDO Limited as the independent auditor of the Company and to authorise the Board to fix their remuneration		
3.	(a) To re-elect Mr James Mellon as a Non-executive Director		
	(b) To re-elect Mr Adrian Chan as an Independent Non-executive Director		
	(c) To authorise the Board to fix the remuneration of the Directors for the year ending 31 December 2023		
4.	To grant a general mandate to the Directors to issue, allot and otherwise deal with new shares of the Company up to a maximum of 20% of its existing issued shares (the "Issue Mandate")		
5.	To grant a general mandate to the Directors of the Company to repurchase shares of the Company up to a maximum of 10% of its existing issued Shares (the "Repurchase Mandate")		
6.	To extend the Issue Mandate to include the shares repurchased under the Repurchase Mandate		
7.	To approve the Share Consolidation and the transactions contemplated thereunder as set out in the notice convening the Meeting and to authorise the Directors to do all such acts and things and execute all such documents, which are ancillary to the share consolidation on behalf of the Company, as they may consider necessary or expedient to give effect to, implement and complete the share consolidation		
SPECIAL RESOLUTIONS <sup>(Note 4)</sup>		FOR <sup>(Note 5)</sup>	AGAINST <sup>(Note 5)</sup>
8.	To approve the proposed Change of Company Name and to authorise the Directors, the Company Secretary or the Chief Financial Officer of the Company to do all such acts and things and execute all documents necessary, appropriate or desirable or expedient for implementation of the aforesaid		
9.	To approve the proposed amendments to the existing memorandum and articles of association of the Company and the adoption of a new set of amended and restated memorandum and articles of association of the Company in substitution for, and to the exclusion of, the existing memorandum and articles of association of the Company and to authorise the Directors, the Company Secretary or the Chief Financial Officer of the Company to do all such acts and things necessary or expedient for implementation of the aforesaid		
10.	To approve the Capital Reduction, the Share Subdivision and the transactions contemplated thereunder as set out in the notice convening the Meeting and to authorise the Directors to do all such acts and things and execute all documents, which are ancillary to the Capital Reduction and the Share Subdivision, on behalf of the Company, as they may consider necessary or expedient to give effect to, implement and complete the Capital Reduction and the Share Subdivision		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023

Signed <sup>(Note 6)</sup>: \_\_\_\_\_

### Notes:

- Please insert full name(s) and address(es) in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of shares of the Company registered in your name(s) to which this form of proxy relates. If no number of shares is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s). If a number of shares is inserted, this proxy form will be deemed to relate only to that number of shares.
- If you wish to appoint a proxy other than the chairman of the Meeting, please strike out the words "the chairman of the Meeting or" and insert the name and address of your proxy in the space provided. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote in his/her stead. A proxy need not be a member of the Company. If no name is inserted, the chairman of the Meeting will act as your proxy.
- Capitalised terms have the meanings ascribed to them in the circular dated 27 April 2023 and full text of the proposed ordinary resolutions and special resolutions are set out in the notice of Meeting dated 27 April 2023.
- Important: If you wish to vote in favour of the resolution, please insert a "✓" in the box marked "For". If you wish to vote against the resolution, please insert a "✓" in the box marked "Against". Failure to complete either box will entitle your proxy or proxies to cast your vote or abstain at his/her discretion.**
- 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 executed under its common seal or under the hand of an officer, attorney or other person duly authorised.
- In the case of joint registered holders, 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). For this purpose, seniority shall be determined by the order in which the names of the holders stand in the Register of Members of the Company in respect of such joint holding.
- In order to be valid, this form of proxy, accompanied by the power of attorney (if applicable) or other authority (if any) under which it is signed or a certified copy of that power or authority, must be deposited with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited (the "Registrar"), at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as practicable but in any event no later than 48 hours before the time appointed for holding of the Meeting (i.e. no later than Tuesday, 30 May 2023 at 3:00 p.m.) or any adjournment thereof.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting should you so wish. In such event, this form of proxy shall be deemed to have been revoked.
- Any alteration made to this form of proxy must be initiated by the person who signs it.**

### PERSONAL INFORMATION COLLECTION STATEMENT

"Personal Data" in these statements has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO"), which may include but not limited to your and your appointed proxy's name and mailing address. Your Personal Data is supplied to the Company on a voluntary basis and such data will be used for processing your instructions and/or requests as stated in this form. Failure to provide sufficient information may render the Company not be able to process your instructions and/or requests as stated in this form of proxy. Your Personal Data will not be transferred to any third parties (other than the Registrar) unless it is a requirement to do so by law and will be retained for such period as may be necessary for our verification and record purposes. You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request should be in writing to the Privacy Compliance Officer of Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or by email to [is-enquiries@hk.tricorglobal.com](mailto:is-enquiries@hk.tricorglobal.com).

\* For identification purposes only