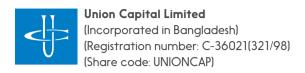
FORM OF PROXY

I/We



For use of the shareholders of Union Capital Limited who on the Record Date of 24 August 2020 are entitled to exercise any voting rights in relation to the resolutions to be proposed at the Annual General Meeting to be held on 17 September 2020 at 11:00 am via live webcast by using digital platform or at any adjournment thereof. Should a shareholder not wish to attend the Annual General Meeting in person, such shareholder may provide his/her/its/their nominee with his/her/its voting instruction and such nominee will complete all necessary documentations in order to attend and vote at the Annual General Meeting.

of (address)					
being the holder(s) of	ordinary shares in the company, appoint				
proposed there at or a	nnual General Meeting that will be held for the purp t any adjournment thereof, and to vote for and/or a of the ordinary shares registered in my/our name(s), in a	oose of pass Igainst such	sing ordinary r n resolutions ar	esolutions to be nd/or to abstain	
	Number of vot				
ORDINARY BUSINESS		(one	(one vote per ordinary share)		
Agendum		For	Against	Abstain	
AGM 20-22-01	: Receive and adopt the Audited Financial Statements of the Company as of and for the year ended 31 December 2019 together with th reports of the Auditors and Directors thereon;	e			
AGM 20-22-02	: Declaration of dividend for the year 2019;				
AGM 20-22-03	: Retirement & re-appointment of Directors;				
AGM 20-22-04	: Appointment of the Auditors of the Company for the year 2020 and fixation of their remunera	tion;			
AGM 20-22-05	: Appointment of Auditors for certification on the compliance on conditions of Corporate Governal Code (CGC) and fixation of their remuneration for the year 2020.	nce			
force and effect immed	ate his/her/its/their authority to any other person. This f diately after the Annual General Meeting of the Comp ast by using digital platform or at any adjournment th	any to be h	neld on 17 Sep	tember 2020 at	
Signed at (place)	on (date	on (date)		September 2020	
Attested by me					
(where applicable)					
Please read the notes a	iven on next page.				

Please read the notes given on next page.

NOTES TO FORM OF PROXY

Summary of the rights of a shareholder to be represented by proxy as contained in Section 85 of the Companies Act, 1994 and notes to the Form of Proxy.

- Each holder entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend, participate in, speak and vote or abstain from voting in place of that holder at the Annual General Meeting.
- 2. A proxy appointment must be in writing, dated and signed by the holder appointing the proxy.
- A holder's instructions to the proxy have to be indicated by the insertion of the relevant number of votes exercisable by that holder in the appropriate box provided. Failure to comply with this will be deemed to vote in favour of the ordinary resolutions at the Annual General Meeting.
- 4. A holder or his/her/its/their proxy is not obliged to vote in respect of all the ordinary shares held by such holder or represented by such proxy, but the total number of votes for or against the ordinary resolutions and in respect of which any abstention is recorded may not exceed the total number of votes to which the holder or his/her/its/their proxy is entitled.
- 5. Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity has to be attached to this form of proxy, unless previously recorded by the Company Secretary. Examples of satisfactory identification include a valid National ID card or a valid driving license or a valid passport.
- 6. Any alterations or corrections to this form of proxy must be initiated by the authorized signatory/signatories.
- 7. The completion and lodging of this form of proxy will not preclude the original shareholder from attending the Annual General Meeting and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof, should such holder wish to do so, in which case this proxy will be suspended accordingly.
- 8. Form of Proxy have to be lodged with or posted to the Company Secretary, Union Capital Limited, bti Landmark, Level 08, Plot 16, Gulshan Avenue, Gulshan 01, Dhaka 1212 before a proxy may exercise any voting rights of a holder at the Annual General Meeting. The Form of Proxy is requested to be received not later than 6:00 p.m. on 13 September 2020.
- 9. Holders attending the Annual General Meeting will be offered the opportunity to put questions to the Directors and Management.