

FORM OF PROXY

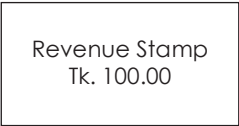


Union Capital Limited
(Incorporated in Bangladesh)
(Registration number: C-36021 (321/98))
(Share code: UNIONCAP)

I of
..... being member of **Union Capital Limited**, hereby
appoint Mr./Ms.....of
.....
as my proxy to attend and vote for me and on my behalf at the 25th Annual General Meeting of the Company to be held
virtually by using digital platform on Tuesday, 28 November 2023 at 11:30 a.m. or at any adjustment thereof.

Signed this Signature of Proxy

Day of, 2022



Signature of Shareholder

BO ID

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No. of Shares

Note:

- i) This Proxy Form, duly completed, must be deposited at least 72 hours before the meeting at the Company's Registered Office. Proxy is invalid if not signed and stamped as explained above.
- ii) Signature of the shareholders should agree with the specimen signature registered with the Company.

ATTENDANCE SLIP



Union Capital Limited
(Incorporated in Bangladesh)
(Registration number: C-36021 (321/98))
(Share code: UNIONCAP)

I hereby record my attendance at the 25th Annual General Meeting of the Shareholders of Union Capital Limited will be held
virtually by using digital platform on Tuesday, 28 November 2023 at 11:30 a.m.

Name of Member/Proxy

BO ID

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Signature

Date:

Note: Shareholders attending in the meeting in person or by proxy are requested to complete the attendance slip and deposit the same at the registration counter on the day of the meeting.

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.

1. 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.
3. 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 favor 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/ Smart Card, 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 no later than 6:00 p.m. on 25 November 2023.
9. Holders attending the Annual General Meeting will be offered the opportunity of putting questions to the Directors and Management.