

**ASIA DRAGON TRUST PLC**

**FORM OF PROXY FOR ANNUAL GENERAL MEETING ON 10 DECEMBER 2020**

*Please complete in block capitals:*

I/We.....

of.....

being (a) Shareholder(s) of Asia Dragon Trust plc hereby appoint the Chairman of the Meeting / (see Note 2)

.....  
as my/our proxy to attend, vote and speak for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 10 December 2020 at 9.00 am at 6 St Andrew Square, Edinburgh and at any adjournment thereof.

Please tick here if this proxy appointment is one of multiple appointments being made. For the appointment of more than one proxy please refer to Note 3 below.

This form of proxy relates to ..... Shares held by me/us in the Company (see Note 3)

I/we direct my/our proxy to vote on the Resolutions set out in the notice convening the Annual General Meeting as follows:

<b>Resolution</b>	<b>For</b>	<b>Against</b>	<b>Vote Withheld</b>
1. To receive the reports of the Directors and the auditor and the audited financial statements for the year ended 31 August 2020			
2. To approve the Directors' Remuneration Policy			
3. To receive and adopt the Directors' Remuneration Report, excluding the Directors' Remuneration Policy, for the year ended 31 August 2020			
4. To approve payment of a final dividend of 4.75p per Ordinary share			
5. To re-elect James Will as a Director			
6. To re-elect Gaynor Coley as a Director			
7. To re-elect Kathryn Langridge as a Director			
8. To elect Susan Sternglass Noble as a Director			
9. To re-elect Charlie Ricketts as a Director			
10. To appoint PricewaterhouseCoopers LLP as auditor of the Company			
11. To authorise the Directors to fix the remuneration of the auditor for the year to 31 August 2021			
12. To authorise the Directors to allot shares			
13. To approve the disapplication of pre-emption rights			
14. To authorise the Company to purchase its own shares			
15. To allow general meetings to be held on not less than 14 days' notice			
16. To approve new articles of association			

Signed.....

Date .....

## Notes

1. As a shareholder of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
2. If you wish to appoint as your proxy some person other than the Chairman of the Meeting please insert in block capitals the full names of the person of your choice, delete the words 'the Chairman of the Meeting' and initial the alteration. A proxy need not be a member of the Company but must attend the meeting to represent you. If you wish your proxy to speak on your behalf at the Meeting, you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.
3. If no number of shares is entered, the proxy will be authorised to act on your behalf in relation to your entire shareholding in the Company. To appoint more than one proxy, (an) additional proxy form(s) may be obtained by contacting the Company's registrars, **Equiniti Limited**, on telephone number **0371 384 2499** (or +44 121 415 7047 if calling from outside the United Kingdom) or you may photocopy this form (Lines are open 9.00 am to 5.00 pm Monday to Friday). On each proxy form, please enter the number of shares in relation to which that proxy is authorised to act on your behalf. The total number of shares entered on all the proxy forms you submit must not exceed the number of shares you hold in the Company. All forms must be signed and should be returned together in the same envelope.
4. To direct your proxy how to vote on the resolutions, please mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant "Vote Withheld" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution.
5. In the case of a Corporation, this Form of Proxy must be executed under seal or signed by an officer, attorney or other person duly authorised officer or attorney.
6. To be valid, this Form of Proxy, together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney, must be deposited at the offices of the Company's registrars, Equiniti Limited, Freepost RTHJ-CLLL-KBKU, Equiniti, Aspect House, Spencer Road, Lancing, West Sussex, BN99 8LU, at the address overleaf so as to be received not later than 48 hours (excluding non-working days), before the time appointed for the Meeting.
7. In the case of joint holders, the signature of any one joint holder is sufficient. If more than one joint holder tenders a vote in person or by proxy, the vote of the person whose name stands first in the register will be accepted to the exclusion of the votes of the other joint holders.
8. Shares held in uncertificated form (ie in CREST) may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST manual.
9. Completion of this Form of Proxy will not prevent you from attending the Meeting and voting in person should you so wish.
10. **IMPORTANT INFORMATION REGARDING THE AGM IN RELATION TO COVID-19**  
In view of the ongoing COVID-19 pandemic, the Board reminds all shareholders of the developing Government guidance and measures, including the restrictions on public gatherings and maintaining social distancing, and the possibility that these measures will remain in place until the AGM on 10 December 2020. The AGM will therefore follow the minimum legal requirements and arrangements will be made by the Company to ensure that the minimum number of shareholders required to form a quorum will attend the meeting in order that the meeting may proceed and the business concluded. The Company is taking these precautionary measures to comply with the UK Government's rules in relation to the COVID-19 pandemic, to safeguard its members' and employees' health and to make the AGM as safe as possible. Members should therefore comply with the Government's guidance by not attending the AGM in person and instead submit their voting instructions to ensure their votes are registered. Notwithstanding anything to the contrary set out in the notes to this form regarding a member's right to attend the Meeting, any member seeking to attend the General Meeting may be refused entry.