

ALLIANCE INTERNATIONAL EDUCATION LEASING HOLDINGS LIMITED

友聯國際教育租賃控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1563)

PROXY FORM

Form of proxy for use by shareholders at the annual general meeting (the “Meeting”) to be convened at 12th Floor, T4, Qiaochengfang, No. 4080, Qiaoxiang Road, Nanshan District, Shenzhen, Guangdong, the PRC on Thursday, 22 August 2024 at 10:30 a.m.

I/We ^(note a) _____
of _____
being the registered holder(s) of _____ ^(note b) shares
of US\$0.00001 each (the “Shares”) of Alliance International Education Leasing Holdings Limited (the “Company”) hereby appoint the
Chairman of the Meeting or _____
of _____
to act for me/us as my/our proxy ^(note c) at the Meeting to be held at 12th Floor, T4, Qiaochengfang, No. 4080, Qiaoxiang Road, Nanshan
District, Shenzhen, Guangdong, the PRC on Thursday, 22 August 2024 at 10:30 a.m. and at any adjournment thereof and to vote on my/our
behalf as directed below. Please make a mark with a “✓” in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll ^(note d).

ORDINARY RESOLUTIONS ^(note k)		FOR	AGAINST
1.	To consider and adopt the audited financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “Directors”) and the auditors of the Company (the “Auditors”) for the fifteen months ended 31 March 2024		
2.	(a) To re-elect Ms. Liu Meina as an executive Director		
	(b) To re-elect Mr. Liu Zhenjiang as an executive Director		
	(c) To re-elect Mr. Liu Changxiang as an independent non-executive Director		
	(d) To re-elect Mr. Liu Xuwei as an independent non-executive Director		
	(e) To re-elect Mr. Shek Lai Him Abraham as an independent non-executive Director		
	(f) To authorise the board of Directors (the “Board”) to fix the Directors’ remuneration		
3.	To re-appoint SHINewing (HK) CPA Limited as the Auditors and to authorize the Board to fix their remuneration		
4.	To grant a general mandate to the Board to issue, allot and otherwise deal with the Company’s unissued Shares		
5.	To grant a general mandate to the Board to repurchase the Shares		
6.	To add the aggregate number of the Shares repurchased by the Company to the general mandate granted to the Board to allot, issue and otherwise deal with the unissued Shares under resolution no. 4		

Dated the _____ day of _____, 2024

Shareholder’s signature _____ ^(notes e, f, g, h, i and j)

Notes:

- a Full name(s) and address(es) are to be inserted in BLOCK CAPITALS.
- b Please insert the number of Shares registered in your name(s). If no number is inserted, this proxy form will be deemed to relate to all the Shares in the capital of the Company registered in your name(s).
- c A proxy need not be a shareholder of the Company. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words “the Chairman of the Meeting or” and insert the name and address of the person you wish to appoint as your in the space provided. A shareholder of the Company who is the holder of two or more Shares may appoint more than one proxy to attend and vote on his/her behalf at the Meeting provided that if more than one proxy is so appointed, the appointment shall specify the number and class of Shares in respect of which each such proxy is so appointed. IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.
- d If you wish to vote for any of the resolutions set out above, please tick (“✓”) the box(es) marked “For”. If you wish to vote against any resolutions, please tick (“✓”) the box(es) marked “Against”. If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his/her discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his/her discretion. A proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
- e All resolutions will be put to vote by way of poll at the meeting (except those which relate purely to a procedural or administrative matter). Every shareholder of the Company present in person (in case of a shareholder being a corporation, by its duly authorised representative), or by proxy shall have one vote for every fully paid-up Share of which he/she/it is the holder. A person entitled to more than one vote on a poll need not use all his/her votes or cast all the votes he/she uses in the same way and in such cases, please state the relevant number of Shares in the appropriate box(es) above.
- f Where there are joint registered holders of any Shares, any one of such persons may vote at any meeting, either in person or by proxy, in respect of such Shares as if he/she was solely entitled thereto; but if more than one of such joint holders is present at the Meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members in respect of such Shares shall alone be entitled to vote in respect thereof.
- g The proxy form must be signed by you, or your attorney duly authorised in writing, or if in the case of a corporation, this proxy form must be either executed under its common seal or under the hand of an officer or attorney so authorised on that corporation’s behalf.
- h To be valid, this proxy form together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the offices of the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 48 hours before the time of the Meeting (i.e. not later than 10:30 a.m. on Tuesday, 20 August 2024) or any adjourned Meeting.
- i Any alteration made to this form should be initialled by the person who signs the form.
- j Completion and delivery of the proxy form will not preclude you from attending and voting at the Meeting and, in such event, this proxy form shall be deemed to be revoked.
- k The description of the resolutions in this form is by way of summary only. Please refer to the notice of the Meeting dated 24 July 2024 for the full text of these resolutions.