



Notice of General Meeting

The General Meeting of Aquaint Capital Holdings Limited will be held at 24 Raffles Place #07-04 Clifford Centre Singapore 048621 on 12 April 2016 at 1pm AEST / 11am Singapore Time.

Your Directors recommend that you vote

AGAINST

all Resolutions

This Notice of General Meeting should be read in its entirety. If Shareholders are in any doubt as to how they should vote, they should seek advice from their professional advisor prior to voting.

Please contact the Company Secretary on +61 424 222 122 or Justyn@stedwell.com.au if you wish to discuss any matter concerning the Meeting.

Appointment of four additional directors

On 12 February 2016 the Company received by email a notice under section 249D of the Corporations Act from shareholders holding more than 5% of the Company's issued shares (**Requisitioning Shareholders**) requesting that the Company call a meeting a shareholders to appoint the Nominated Directors as directors of the Company. To comply with the notice, the Company has called a meeting of Shareholders to be held on 12 April 2016 at 1pm AEST / 11am Singapore Time.

Your Directors recommend that you vote AGAINST the appointment of the Nominated Directors for the following reasons:

1. Implementation of Aquaint's strategy, such as acquiring development land in Laos

Your Directors continue to implement the business model that Aquaint listed with – to acquire direct and indirect interests in development properties throughout Asia. The Company recently announced¹ that it was acquiring a 44,000 sqm development site in Vientiane, Laos. It has potential for us to sell for gain or leverage for loan and further ease our cash situation.

Your Directors believe that the Laos transaction will add significant value to the Company and benefit all shareholders. For that reason, the transaction has been structured so that shareholders can participate in the transaction by acquiring more shares at a discounted price through a rights issue.

Your Directors continue with negotiations with vendors and developers throughout Asia for investments in property, which will add shareholder value. Appointing the Nominated Directors may jeopardize these negotiations.

2. Share price outside your Directors' control

Neither the Requisitioning Shareholders nor Nominated Directors have provided any reasons why the Nominated Directors ought to be appointed as Directors. Rather they point to Aquaint's share price – something determined by the market and outside both their and our control. They do not put forward any ideas as to how they will improve Aquaint's share price.

3. Answering audit queries and getting Aquaint's shares reinstated for trading

Your Directors have addressed the queries raised by the auditors in the Company's 2014 Annual Report in an announcement to ASX². ASX saw fit to lift the suspension on trading after this.

Your Directors will continue to work with the auditors to finalise the 2015 half yearly and final financial statements so that ASX will lift the suspension of Aquaint's shares from trading.

4. Director Resignation

The change in Aquaint's directors since the release of the 2014 Annual Report is disappointing. However the changes make it all the more important that there should be a stable board aligned to the interests of all shareholders. Appointing the Nominated Directors will NOT provide stability to Aquaint's board.

5. No aligned interest

The Nominated Directors' interests are not aligned with Shareholders'.

¹ See ASX announcement 12 January 2016.

² See ASX announcement 5 May 2015

6. Unreasonable number of Directors

The Company currently has 3 Directors, with agreements in place to appoint another 3 upon the completion of the acquisition of development land in Laos and draw down of funds under convertible notes. Appointing the Nominee Directors will result in a board of 10 – far too many and costly for a company of Aquaint’s size. Furthermore, acquiring the Laos development block is conditional upon no further Directors being appointed. Appointing the Nominee Directors will allow the seller to terminate the purchase and deprive Aquaint of an opportunity to participate in what your Directors believe, will be a substantial and profitable development.

7. The Board may be controlled by 20% of Aquaint’s shareholders

The Nominee Directors – nominated by approximately 20% of Shareholders - would represent a block which may potentially control the Board and hence the Company. Shareholders wishing to control the Company ought to bid for Company and pay a premium to all Shareholders for control.

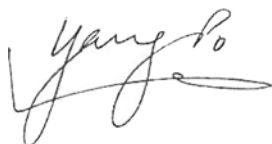
The Chair will cast undirected proxies against each Resolution.

Accompanying this notice of meeting are the profiles of the Nominated Directors provided by the Requisitioning Shareholders and a statement that they have prepared. Your Directors were not involved in preparing this information and take no responsibility for it.

Included with this notice of meeting are two proxy forms – one on white coloured paper and one on blue coloured paper. The proxy form on blue coloured paper has been pre-completed by your Directors and in accordance with our recommendation that you vote AGAINST all resolutions. You should use this proxy if you support your Directors; otherwise use the white proxy form.

Please contact me on +65 6532 2920 or laimun.tan@aquaintproperty.com if you wish to discuss.

Yours faithfully,



Tan Yang Po
Chairman
Aquaint Capital Holdings Limited

Aquaint Capital Holdings Limited

ACN 164 440 859

Notice of General Meeting

In response to the requisition of the meeting by the Requisitioning Shareholders and in accordance with section 249D of the Corporations Act and rule 12.2 of the Company's constitution, notice is given that a general meeting of the Shareholders of Aquaint Capital Holdings Limited will be held at 24 Raffles Place #07-04 Clifford Centre Singapore 048621 on 12 April 2016 at 1pm AEST / 11am Singapore Time. **(Meeting)**.

The Explanatory Memorandum to this Notice of Meeting provides additional information on matters to be considered at the Meeting. The Explanatory Memorandum and Proxy Form form part of this Notice of Meeting.

Shareholders are urged to vote by attending the Meeting in person or by returning a completed Proxy Form. Instructions on how to complete a Proxy Form are set out in the Explanatory Memorandum.

Proxy Forms must be received by no later than 1pm AEST / 11am Singapore Time on 10 April 2016 Singapore time

Terms and abbreviations used in this Notice and Explanatory Memorandum are defined in Schedule 1 of the Explanatory Memorandum.

Agenda

RESOLUTION 1 – ELECTION OF DIRECTOR - MR. TAN TENG CHUAN

To consider and, if thought fit, to pass the following as an ordinary resolution:

“That, having consented to act, for the purposes of rule 3.4 of the Company's constitution and for all other purposes, Mr. Tan Teng Chuan be and is hereby appointed as a director of the Company with effect from the close of this meeting.”

RESOLUTION 2 - ELECTION OF DIRECTOR – MR. WANG ENG CHIN

To consider, and if thought fit, to pass the following as an ordinary resolution:

“That, having consented to act, for the purposes of rule 3.4 of the Company's constitution and for all other purposes, Mr. Wang Eng Chin be and is hereby appointed as a director of the Company with effect from the close of this meeting.”

RESOLUTION 3 - ELECTION OF DIRECTOR – MS. DOLPHY YEO

To consider, and if thought fit, to pass the following as an ordinary resolution:

“That, having consented to act, for the purposes of rule 3.4 of the Company's constitution and for all other purposes, Ms. Dolphy Yeo be and is hereby appointed as a director of the Company with effect from the close of this meeting.”

RESOLUTION 4 - ELECTION OF DIRECTOR – MR. YEEN CHUN LEON

To consider, and if thought fit, to pass the following as an ordinary resolution:

“That, having consented to act, for the purposes of rule 3.4 of the Company’s constitution and for all other purposes, Mr. Yeen Chun Leon be and is hereby appointed as a director of the Company with effect from the close of this meeting.”

By order of the Board of Directors

Justyn Stedwell

A handwritten signature in black ink, appearing to read 'J. Stedwell', written in a cursive style.

Company Secretary

Aquaint Capital Holdings Limited

10 March 2016

Aquaint Capital Holdings Limited
ACN 164 440 859

Explanatory Memorandum

INTRODUCTION

This Explanatory Memorandum has been prepared for the information of Shareholders in connection with the business to be conducted at the Meeting to be held at 24 Raffles Place #07-04 Clifford Centre Singapore 048621 on 12 April 2016 at 1pm AEST / 11am Singapore Time. The purpose of this Explanatory Memorandum is to provide information to Shareholders in deciding how to vote on the Resolutions set out in the Notice.

This Explanatory Memorandum should be read in conjunction with and forms part of the accompanying Notice, and includes the following:

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A Proxy Form is located at the end of this Explanatory Memorandum. In addition, the Directors have also included a proxy form on blue coloured paper, pre-completed in accordance with your Directors' recommendation that you vote AGAINST all Resolutions. If you wish to vote in accordance with the recommendations of your Directors, you should execute the blue proxy form. If you execute and return the blue proxy form, you do not need to complete the white proxy form. If you want to appoint a proxy and do not wish to vote in accordance with the recommendations of your Directors, you should follow the instructions on the white proxy form to indicate your voting directions. All proxy forms must be returned to the Company or the Company's share registry, as set out at section 1.2 below.

Please contact the Company Secretary on +61 424 222 122 or Justyn@stedwell.com.au if you wish to discuss any matter concerning the Meeting.

1 ACTION TO BE TAKEN BY SHAREHOLDERS

Shareholders should read the Notice and this Explanatory Memorandum carefully before deciding how to vote on the Resolutions.

1.1 Voting in person

All Shareholders are invited and encouraged to attend the Meeting.

To vote in person, attend the Meeting at the time, date and place set out in the Notice. If you are not able to attend the meeting, you can submit your vote via the Company's share registry, Boardroom Pty Limited, before the cut off time which is on 10 April 2016 at 1pm AEST / 11am Singapore Time.

1.2 Voting by Proxy

If a Shareholder is unable to attend in person, they can appoint a proxy to attend on their behalf by signing and returning the white Proxy Form (attached to the Notice) to the Company in accordance with the instructions on the Proxy Form. In addition, the Directors have also included a proxy form on blue coloured paper, pre-completed in accordance with your Directors' recommendation that you vote AGAINST all Resolutions.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- (a) each Shareholder has the right to appoint a proxy;
- (b) the proxy need not be a Shareholder of the Company; and
- (c) a Shareholder who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints 2 proxies and the appointment does not specify the proportion or number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise half of the votes.

The Company encourages Shareholders completing a Proxy Form to direct the proxy how to vote on each Resolution.

The Proxy Form must be received no later than 48 hours before the commencement of the Meeting, i.e. by no later than 10 April 2016 1pm AEST / 11am Singapore time. Any Proxy Form received after that time will not be valid for the Meeting.

A Proxy Form may be lodged in the following ways:

By Voting Online Through the share registry's website at
www.votingonline.com.au/aqugm2016

By Mail Boardroom Pty Limited

 GPO Box 3993

 Sydney NSW 2001

By Facsimile +61 2 9290 9655

By Hand Boardroom Pty Limited

 Level 12, 225 George Street

 Sydney NSW 2000

By Email Laimun.tan@aquaintproperty.com

 *if you have face any above difficulties, you can
 send your forms to us and we will send to
 Boardroom on your behalf.

Shareholders lodging a Proxy Form are not precluded from attending and voting in person at the Meeting.

1.3 Corporate representatives

Shareholders who are body corporates may appoint a person to act as their corporate representative at the Meeting by providing that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as the body corporate's representative. The authority may be sent to the Company and/or registry in advance of the Meeting or handed in at the Meeting when registering as a corporate representative.

An appointment of corporate representative form is available from the website of the Company's share registry (Boardroom Pty Limited).

1.4 Eligibility to vote

For the purposes of regulations 7.11.37 and 7.11.38 of the Corporations Act Regulations, the Directors have determined that, for the purposes of voting at the Meeting, Shareholders are those persons who are the registered holders of Shares at 7pm (AEST) on 10 April 2016.

2 RESOLUTIONS 1 TO 4 - ELECTION OF NOMINATED DIRECTORS

2.1 Introduction

On 12 February 2016 the Company received (by email) a notice of requisition of meeting (**Notice**) from 43 Shareholders (**Requisitioning Shareholders**) who at the time, held in aggregate 18,776,012 Shares representing approximately 20.42% of the Company's voting power.

The Notice requires the Company to call a meeting of Shareholders to consider resolutions to elect Messrs TAN Teng Chuan, WANG Eng Chin, YEEN Chun Leon and Ms Dolphy Yeo as additional Directors to the Board.

Section 249D of the Corporations Act provides that a company's directors must call and arrange to hold a general meeting on the request of either (a) members with at least 5% of the votes that may be cast at the general meeting or (b) at least 100 members who are entitled to vote at the general meeting.

In accordance with the Corporations Act, the Directors have convened the Meeting.

2.2 Nominated Directors

Attached to this Explanatory Memorandum are documents provided by the Requisitioning Shareholders which sets out information on each of the Nominated Directors and other information. The Board have not independently verified this information.

As far as the Board are aware, none of the Nominated Directors are the registered holder of any Shares.

2.3 Directors' recommendation

Your Directors do not support the Resolutions and recommend you vote (and will be voting their own Shares) AGAINST the election of any of the Nominated Directors, for the reasons set out in the Letter to Shareholders which accompanies this Explanatory Memorandum.

The Chair of the Meeting intends to vote undirected proxies against Resolutions 1 to 4, for the reasons set out above. Accompanying this notice of meeting is a proxy form on blue coloured paper, which has been pre-completed in accordance with the Directors' recommendation.

3 DEFINITIONS

In this Notice and Explanatory Memorandum:

ASX	means ASX Limited or the Australian Securities Exchange operated by ASX Limited, as the context requires.
Board	means the board of Directors.
Chair or Chairperson	means the chair of the Company.

Company or Aquaint	means Aquaint Capital Holdings Limited (ACN 164 440 859).
Constitution	means the constitution of the Company as amended.
Corporations Act	means the <i>Corporations Act 2001</i> (Cth) as amended.
Director	means a director of the Company.
Explanatory Memorandum	means this explanatory memorandum.
Letter to Shareholders	The letter to shareholders dated 10 th March 2016, which accompanies the Notice of Meeting.
Listing Rule	means the listing rules of the ASX.
Meeting	means the meeting convened by this Notice (as adjourned from time to time).
Nominated Directors	Messrs Tan Teng Chuan, Wang Eng Chin and Yeen Chun Leon and Ms Dolphy Yeo
Notice or Notice of Meeting	means this notice of meeting.
Proxy Form	means the proxy form attached to this Notice.
Requisitioning Shareholders	has the meaning given on page 3 of this Notice.
Resolution	means a resolution set out in the Notice.
Share	means a fully paid ordinary share in the capital of the Company.
Shareholder	means a holder of a Share.
WST	means Western Standard Time which is the same as Singapore Time.

Profile of candidates standing for Appointment as Director:

Mr Tan Teng Chuan

Mr Tan is a retired accountant. Prior to his retirement he is the principal of a Licensed Company Secretary firm in Malaysia for 30 years. Mr Tan is also the CEO of a Malaysian GMP Herbal supplement manufacturing company from 2006 to 2011. In the late 80's to the 90's, he was working as the Treasurer of the Asia Regional head office of a German base agro produce commodity trading company in Singapore. He has extensive experience in treasury function, trade finance, risk control, accounting and manufacturing.

Mr Wang Eng Chin

Mr Wang's last appointment was the CEO of F&N Foods Singapore. He has over 25 years of extensive expertise the FMCG industry with over 12 years in senior management positions in various F&N Group of Companies as General Manager and CEO in Singapore, Malaysia and Vietnam. He has held directorship in the Board in Vinamilk, F&N (M) Bhd, Malayan Glass and their numerous subsidiaries in Singapore, Malaysia, Thailand, Vietnam & China. Eng Chin holds a BBA (Finance) and MBA. He also participated in INSEAD's Asian International Executive Programme.

Ms Dolphy Yeo

Ms Yeo obtained her Diploma in Banking and Finance in 2012. She is a qualified insurance and financial practitioner and was a member of IFPAS (Insurance and Financial Practitioner Association of Singapore). She has extensive experience in the insurance industry serving as financial adviser in various insurance companies like Zurich Life and HSBC Insurance. She achieved Million Dollar Round Table status in numerous years.

Mr Yeen Chun Leon

Mr Yeen graduated with a Bachelor of Management Technology degree from University of Technology Malaysia. Since then, he worked as an international trader and Food Ingredient Sales Manager dealing with big food manufacturing corporations throughout Malaysia. With his acute entrepreneurship, he succeeded in building up a huge network marketing group in ASEAN through his untiring efforts for the past 20 years, and earned him the Outstanding Entrepreneur Award conferred by DSAM <Direct Selling Association of Malaysia> in 2013. Trustworthiness is his core value in building up where he is today.

**EXPLANATORY STATEMENT REFERRED TO IN THE REQUEST TO DISTRIBUTE
EXPLANATORY STATEMENT PURSUANT TO SECTION 249P OF THE CORPORATIONS
ACT 2001 (CTH) DATED 26 February 2016**

AQUAINT CAPITAL HOLDINGS LIMITED ACN 164 440 859 (AQU)

Reference is made to the notice issued by certain shareholders of AQU (**Requisition Shareholders**) dated 12 February 2016 lodged with AQU requesting the directors of AQU to call and arrange to hold a general meeting of AQU pursuant to section 249D of the *Corporations Act 2001* (Cth) (**Act**) (**249D Notice**) to consider resolutions appointing each of the following persons as directors of AQU:

- Mr. Tan Teng Chuan;
- Mr. Wang Eng Chin;
- Ms. Dolphy Yeo; and
- Mr. Yeen Chun Leon.

(together, referred to below as the **Additional Directors**)

This Explanatory Statement outlines the reasons that the Shareholder Group urge the shareholders of AQU (**Shareholders**) to vote in favour of the resolutions set out in the 249D Notice issued by the Requisition Shareholders which focus on the financial position, accountability transparency and corporate governance of AQU.

More particularly:

(1) Declining financial position and market capitalisation

The total equity of AQU has fallen from \$39.3 million (as at 31 December 2013) to \$29.9 million (as at 31 December 2014). This concern is further exacerbated by AQU failing to lodge its half-year reports that were due to be lodged on or before 31 August 2015 in compliance with its obligations under the Act and the ASX listing rules (**ASX LRs**) resulting in the inability for the Shareholders to keep continuously abreast of AQU's financial position.

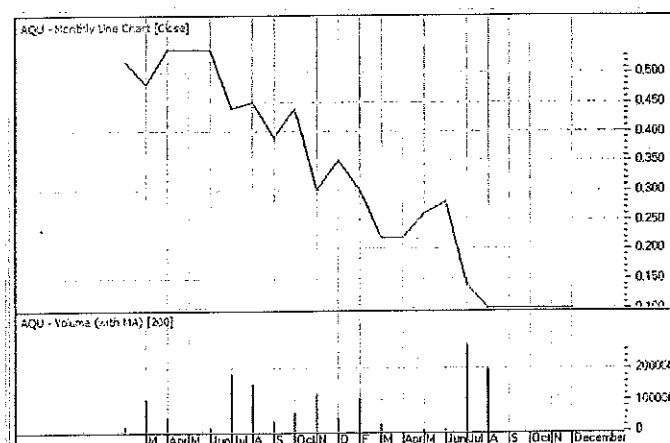
With approximately 106.96 million shares issued in AQU at first quotation, the market capitalisation has fallen substantially from approximately \$64 million in November 2013 when its shares were first quoted on the ASX to approximately \$9.2 million based on the last trading price of \$0.10 per share before suspension of AQU's shares from trading on 1 September 2015. This represents a significant reduction in shareholder value in a relatively short space of time.



Detailed search - prices, announcements and charts

AQU, AQUAINT CAPITAL HOLDINGS ORD

The chart of monthly prices over 2 years for security AQU



(2) Suspension from official quotation

AQU's shares were once again suspended from official quotation on 1 September 2015 being the second suspension from quotation during the 2015 financial year and the third suspension since AQU's shares were quoted on the ASX. In all circumstances, suspension from quotation was on the basis of AQU's failure to lodge financial reports in accordance with its obligations under the ASX LRs and/or the Act.

AQU continues to be suspended from quotation for over 5 months with no update being made to Shareholders as to when and how AQU will comply with its obligations so that trading in its shares on the ASX can recommence. This is particularly concerning in the context of significant concerns raised by Grant Thornton, AQU's then auditor (**Auditor**), in AQU's 2014 annual report (**2014 Annual Report**) as discussed in more detail below.

The failure of AQU to meet the obligations by which it is bound under the ASX LRs has resulted in the:

- Shareholders not having an understanding of AQU's financial affairs; and
- Shareholder Group losing confidence in the board of directors of AQU (**Board**) as it is currently constituted.

(3) Issues raised by the Auditor

In the 2014 Annual Report, the Auditor was unable to satisfy itself of a number of significant items including:

- the valuation and impairment of certain loans;
- the ability for AQU to continue as a going concern; and
- complete disclosure of transactions with related parties and key management personnel,

resulting in the inability of the Auditor to provide an opinion on AQU's financial reports.

To date, the Shareholder Group does not believe that the Board has adequately explained and/or addressed the significant matters raised by the Auditor.

(4) Proposed transaction in Laos and associated rights issue

The Shareholder Group holds a number of concerns in relation to the recently announced land acquisition in Laos (**Laos Transaction**) and subsequent rights issue for the purpose of raising funds to complete the Laos Transaction (**Rights Issue**), in particular:

- it appears that the Board may be considering implementing the Laos Transaction and Rights Issue without due consideration as to whether shareholder approval is required; and
- given the suspension of AQU's shares from quotation and the combination of the matters above, the Shareholder Group do not expect that a substantial portion of Shareholders will take up their entitlements under the Rights Issue. As the Rights Issue is underwritten by the vendor in the Laos Transaction (**Vendor**) (with AQU having the ability to set off underwriting obligations against outstanding amounts required to complete the Laos Transaction), it is possible that the Laos Transaction may be completed substantially by the issue of additional shares in AQU without receiving any significant cash consideration,

resulting in:

- potential significant dilution to the Shareholders with no improvement to AQU's cash position (being a concern raised by the Auditors in the 2014 Annual Report); and

- control of AQU being potentially delivered to the Vendor without Shareholder approval if the Vendor underwrites all (or substantially all) of the Rights Issue.

(5) Structure of the Board

Since the release of the 2014 Annual Report, all directors of AQU (other than the Chairperson, Ms. Tan Yang Po) have resigned, some of which were key executive management personnel.

In the view of the Shareholder Group, the Additional Directors will supplement the existing Board. The Shareholder Group also believe the Additional Directors will enable the Board to more effectively examine and address the issues concerning AQU referred to in this Explanatory Statement for the benefit of the Shareholders.

In light of the above, the Shareholder Group urge Shareholders to seriously consider supporting the resolutions at the general meeting to appoint the Additional Directors to the Board. The Shareholder Group would be pleased to provide more information and can be contacted via email at aqushareholder@gmail.com.

All Correspondence to:

✉ **By Mail** Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001 Australia

📠 **By Fax:** +61 2 9290 9655

💻 **Online:** www.boardroomlimited.com.au

☎ **By Phone:** (within Australia) 1300 737 760
(outside Australia) +61 2 9290 9600

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be recorded **before 1:00pm (AEST) / 11:00am (Singapore Time) on Sunday, 10 April 2016.**

🖥 TO VOTE ONLINE

- STEP 1: VISIT** www.votingonline.com.au/aqugm2016
- STEP 2: Enter your Postcode OR Country of Residence (if outside Australia)**
- STEP 3: Enter your Voting Access Code (VAC):**

📱 BY SMARTPHONE



Scan QR Code using smartphone
QR Reader App

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1 APPOINTMENT OF PROXY

Indicate who you want to appoint as your Proxy.

If you wish to appoint the Chair of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chair of the Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy. A proxy need not be a security holder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by contacting the company's securities registry or you may copy this form.

To appoint a second proxy you must:

- (a) complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- (b) return both forms together in the same envelope.

STEP 2 VOTING DIRECTIONS TO YOUR PROXY

To direct your proxy how to vote, mark one of the boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of securities are to be voted on any item by inserting the percentage or number that you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item for all your securities your vote on that item will be invalid.

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

STEP 3 SIGN THE FORM

The form **must** be signed as follows:

Individual: This form is to be signed by the securityholder.

Joint Holding: where the holding is in more than one name, all the securityholders should sign.

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form should be signed by that person. **Please indicate the office held by signing in the appropriate place.**

STEP 4 LODGEMENT

Proxy forms (and any Power of Attorney under which it is signed) must be received no later than 48 hours before the commencement of the meeting, therefore by **1:00pm (AEST) / 11:00am (Singapore Time) on Sunday, 10 April 2016.** Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy forms may be lodged using the enclosed Reply Paid Envelope or:

- 💻 **Online** www.votingonline.com.au/aqugm2016
- 📠 **By Fax** + 61 2 9290 9655
- ✉ **By Mail** Boardroom Pty Limited
GPO Box 3993,
Sydney NSW 2001 Australia
- 👤 **In Person** Level 12, 225 George Street,
Sydney NSW 2000 Australia

Attending the Meeting

If you wish to attend the meeting please bring this form with you to assist registration.

Aquaint Capital Holdings Limited

ACN 164 440 859

Your Address

This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes. **Please note, you cannot change ownership of your securities using this form.**

PROXY FORM

STEP 1 APPOINT A PROXY

I/We being a member/s of **Aquaint Capital Holdings Limited** (Company) and entitled to attend and vote hereby appoint:

the **Chair of the Meeting (mark box)**

OR if you are **NOT** appointing the Chair of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered shareholder) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting as my/our proxy at the General Meeting of the Company to be held at **24 Raffles Place, #07-04 Clifford Centre, Singapore 048621 on Tuesday, 12 April, 2016 at 11:00am (Singapore Time)** and at any adjournment of that meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

The Chairman of the Meeting intends to vote undirected proxies **AGAINST** each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

STEP 2 VOTING DIRECTIONS
* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

		For	Against	Abstain*
Resolution 1	Appointment of Mr Tan Teng Chuan as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Appointment of Mr Wang Eng Chin as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Appointment of Ms Dolphy Yeo as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Appointment of Mr Yeen Chun Leon as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

STEP 3 SIGNATURE OF SHAREHOLDERS
This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2016