

# APD LIMITED

Arawak Cay  
P.O. Box SP 63958,  
Nassau, Bahamas

## PROXY FORM

The undersigned \_\_\_\_\_ (please print) being a registered Shareholder of APD Limited ("the Company") hereby appoints Jack Sands or failing him Samuel Campbell, or \_\_\_\_\_ as proxy for the undersigned to attend and vote at the upcoming Annual General Meeting of Shareholders of the Company ("the AGM") to be held at British Colonial Hilton, Governors Ballroom A and B, 2<sup>nd</sup> FL, One Bay Street, Nassau, The Bahamas, at 6:00 p.m. on the 29 November 2018, and any adjournments thereof.

Notice of the AGM, together with the accompanying Financial Statements, this Proxy Form and the Proxy Statement have been received by the undersigned and the undersigned's appointee who will either vote for, or against or abstain from voting in the discretion of the appointee ("Proxy Holder") as indicated below:

1. To vote for, against or withhold from voting on the Resolution to approve the minutes of the Annual General Meeting held on Thursday 30 November, A.D., 2017:

VOTE FOR  VOTE AGAINST  WITHHOLD FROM VOTING

2. To vote for, against or to withhold from voting the resolution set forth in the Information Circular approving the acts, proceedings and transactions of the Directors, Officers and Employees of the Company for the fiscal year ended 30 June 2018 and indemnifying them otherwise than in respect of fraudulent conduct.

Ratification and indemnification of Directors, Officers and Employees:

VOTE FOR  VOTE AGAINST  WITHHOLD FROM VOTING

3. To vote for or withhold from voting on the appointment of PricewaterhouseCoopers, Chartered Accountants, as the Auditors of the Company and authorizing the Directors to fix their remuneration:

VOTE FOR  WITHHOLD FROM VOTING

4. To vote in their discretion upon any other business which may properly come before the Meeting, or any adjournment thereof.

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The undersigned revokes any prior proxies to vote the shares covered by this proxy.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2018.

\_\_\_\_\_  
Corporate Seal

\_\_\_\_\_  
Signature of Shareholder

\_\_\_\_\_  
Signature of Joint Shareholder (s)

**Notes:**

The persons named in this proxy are Directors of the Company. Each shareholder submitting the proxy shall have the right to appoint a person or company to represent him/her at the Meeting other than the persons designated above. To exercise this right, the shareholder may insert the name of the desired representative in the blank space provided and strike out the other names or may submit another appropriate proxy.

In order for this form of proxy or other appropriate forms of proxy to be valid, it must be signed and should be dated by the shareholder or the shareholder's attorney. The signature should be exactly the same as the name in which the shares are registered. The proxy must be sent by mail or hand delivered to the office of Bahamas Central Securities Depository, 2<sup>nd</sup> Floor, Fort Nassau Centre, British Colonial Hilton, Suite No 202 P.O. Box N 9307, Nassau, The Bahamas no later than 5:00 p.m. on 27 November, 2018 or at the meeting. If this form of proxy is received undated but otherwise properly executed, it will for all purposes be deemed to be dated 29 November, 2018.