

# MEDTECS INTERNATIONAL CORPORATION LIMITED

(Incorporated in Bermuda)

## ANNUAL GENERAL MEETING – DEPOSITOR PROXY FORM

### IMPORTANT

- In respect of the AGM of the Company to be held on Wednesday, 28 April 2021 at 3.00 p.m. (Singapore time) at Seletar Room, Holiday Inn Atrium, 317 Outram Rd, Singapore 169075 (and any adjournment thereof), notwithstanding the place in which the AGM is to be physically held, other than in respect of the Chairman, Directors and/or representatives of the Company present at such location, this AGM may be attended via electronic means pursuant to the Additional Guidance on the Conduct of General Meetings During Elevated Safe Distancing Period and checklist jointly issued by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and Singapore Exchange Regulation on 13 April 2020 and last updated on 1 October 2020, which is based on the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of this Depositor Proxy Form will be sent to Depositors, but printed copies of the Notice of AGM and the Proxy Form will not be sent to Depositors. Instead, the Notice of AGM and the Proxy Form, along with this Depositor Proxy Form, will be sent to Depositors by electronic means via publication on the Company's website at URL <http://www.medtecs.com/en/about/stock-quotes-annual-report-and-sustainability-report> and the SGXNet.
- Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via "live" audio-and-video webcast or "live" audio-only stream), submission of questions to the Chairman in advance of the AGM, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman as proxy at the AGM, are set out in the Notice of AGM.
- Due to the current COVID-19 restriction orders in Singapore, a Depositor will not be able to attend the AGM in person. A Depositor will also not be able to vote online on the resolutions to be tabled for approval at the AGM. A Depositor (whether individual or corporate) who wishes to exercise his/her/its vote must appoint the Chairman as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such Depositor wishes to exercise his/her/its voting rights at the AGM. In appointing the Chairman as proxy, a Depositor must give specific instructions as to voting, or abstentions from voting, in the proxy form, failing which the appointment will be treated as invalid.
- This proxy form is not valid for use by investors holding shares in the Company ("Shares") through relevant intermediaries (as defined in Section 181 of the Companies Act (Chapter 50 of Singapore)) ("Investors") (including investors holding through Supplementary Retirement Scheme ("SRS") ("SRS investors")) and shall be ineffective for all intents and purposes if used or purported to be used by them. An Investor who wishes to vote should instead approach his/her relevant intermediary as soon as possible to specify voting instructions. A SRS investor who wishes to vote should approach his/her SRS Operator at least 7 working days before the date of the AGM to submit his/her vote.
- Please read the notes overleaf which contain instructions on, inter alia, the appointment of the Chairman as a Depositor's proxy to attend, speak and vote on his/her/its behalf at the AGM.

In the event the Company receives this Depositor Proxy Form which is:-

- duly completed and signed/executed by the person whose name and particulars are set out in Part I below (the "Depositor(s)"), in respect of such number of shares (the "Depositor(s) Shares") set out against his/her/its name in the Depository Register maintained by The Central Depository (Pte) Limited ("CDP") as at 23 April 2021 (the "Cut Off Date"); and

I.

- submitted by the requisite time and date, and to the requisite office as indicated below,

we, CDP, being a Member of **MEDTECS INTERNATIONAL CORPORATION LIMITED** (the "Company"), hereby appoint the Chairman of the Annual General Meeting (the "Chairman") as our proxy to vote for us on our behalf at the Annual General Meeting of the Company to be held on Wednesday, 28 April 2021 at 3.00 p.m. (Singapore time) at Seletar Room, Holiday Inn Atrium, 317 Outram Rd, Singapore 169075, and any adjournment thereof (the "AGM"). The Chairman is hereby directed to vote for or against, or abstain from voting on, the resolutions to be proposed at the AGM as indicated hereunder (the "Resolutions"). We further authorise and direct the Company to accept this Depositor Proxy Form(s) in respect of the Depositor(s) Shares.

No.	Resolutions relating to:-	For	Against	Abstain
<b>ORDINARY BUSINESS</b>				
1.	Adoption of the Directors' Report and Statement and the Audited Financial Statements for the financial year ended 31 December 2020 ( <b>Resolution 1</b> )			
2.	Re-election of Mr Clement Yang Ker-Cheng, a Director retiring by rotation pursuant to Bye-Law 86 of the Company's Bye-Laws ( <b>Resolution 2</b> )			
3.	Re-election of Mr William Yang Weiyuan, a Director retiring by rotation pursuant to Bye-Law 86 of the Company's Bye-Laws ( <b>Resolution 3</b> )			
4.	Re-election of Mr Lim Tai Toon as Director ( <b>Resolution 4</b> )			
5.	Re-election of Ms Carol Yang Xiao-Qing as Director ( <b>Resolution 5</b> )			
6.	Approval of continued appointment of Mr Lim Tai Toon as an Independent Director by members ( <b>Resolution 6</b> )			
7.	Approval of continued appointment of Mr Lim Tai Toon as an Independent Director by members (excluding directors, chief executive officer, and their associates) ( <b>Resolution 7</b> )			
8.	Approval of continued appointment of Ms Carol Yang Xiao-Qing as an Independent Director by members ( <b>Resolution 8</b> )			
9.	Approval of continued appointment of Ms Carol Yang Xiao-Qing as an Independent Director by members (excluding directors, chief executive officer, and their associates) ( <b>Resolution 9</b> )			
10.	Approval of Directors' fees of S\$284,000 for the financial year ending 31 December 2021, to be paid quarterly in arrears ( <b>Resolution 10</b> )			
11.	Approval of Tax Exempt One-Tier Final Dividend ( <b>Resolution 11</b> )			
12.	Re-appointment of Messrs SyCipGorresVelayo & Co. as the Company's Auditors ( <b>Resolution 12</b> )			
13.	Any other ordinary business			
<b>SPECIAL BUSINESS</b>				
14.	Authority for Directors to allot and issue new shares ( <b>Resolution 13</b> )			
15.	Authority for Directors to offer and grant options and to allot and issue new shares under the Medtecs Share Option Scheme ( <b>Resolution 14</b> )			
16.	Proposed Renewal of the Share Purchase Mandate ( <b>Resolution 15</b> )			

\* If you wish to vote "For" or "Against", or abstain from voting, in respect of all your votes for each Resolution, please indicate with a "✓" within the box provided. Otherwise, please indicate the number of votes that you wish to vote "For" or "Against", and/or abstain from voting, for each Resolution. In the absence of specific directions, the appointment of the Chairman as your proxy will be treated as invalid.

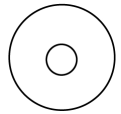
Dated this            day of            2021

III. The Central Depository (Pte) Limited



Signature of Director

TO BE COMPLETED BY DEPOSITOR(S) IF HE/SHE/IT WISHES TO NOMINATE A PROXY/PROXIES UNDER PART II

IV. For Individuals:	For Corporations:	
Signature of Direct Account Holder	Signature of Director                      Signature of Director/Secretary	

**IMPORTANT: PLEASE READ NOTES OVERLEAF CAREFULLY BEFORE COMPLETING THIS DEPOSITOR PROXY FORM**

## Notes :

Part I **Due to the current COVID-19 restriction orders in Singapore, a Depositor will not be able to attend the AGM in person. A Depositor will also not be able to vote online on the resolutions to be tabled for approval at the AGM. A Depositor (whether individual or corporate) must complete this proxy form to effect the appointment by CDP of the Chairman as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such Depositor wishes to exercise his/her/its voting rights at the AGM.**

Where a Depositor (whether individual or corporate) appoints the Chairman as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of each of the resolutions in the proxy form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

Part II Please indicate with an "✓" in the appropriate box against each resolution how you wish the Chairman to vote. If this proxy form is deposited without any indication as to how the Chairman shall vote, the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

Part IV 1) **This proxy form must be submitted to the Company by post and lodged at the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 by no later than 3.00 p.m. on 26 April 2021, being not less than 48 hours before the time appointed for the AGM.**

A Depositor who wishes to submit the proxy form must first complete and sign the proxy form, before submitting it by post to the address provided above.

2) **If a Depositor(s) wishes to effect the appointment by CDP of the Chairman as his/her/its proxy, this Depositor Proxy Form must be signed by the Depositor(s) or his/her/its attorney duly authorised in writing. In the case of joint Depositors, all joint Depositors must sign this Depositor Proxy Form. If the Depositor(s) is a corporation, this Depositor Proxy Form must be executed under its seal or under the hand of an officer, attorney or other person duly authorised in writing. The power of attorney appointing the attorney or other authority, if any, under which this Depositor Proxy Form is signed, or a certified copy thereof must be attached to this Depositor Proxy Form.**

## GENERAL

The Company shall be entitled to reject any Depositor Proxy Form, which is incomplete, improperly completed or illegible or where the true intentions of the Depositor(s) are not ascertainable from the instructions of the Depositor(s) specified on any Depositor Proxy Form. It is the Depositor(s)' responsibility to ensure that this Depositor Proxy Form is properly completed. Any decision to reject this Depositor Proxy Form on the grounds that it is incomplete, improperly completed or illegible will be final and binding and neither the Company, CDP nor Boardroom Corporate & Advisory Services Pte. Ltd. accepts any responsibility for the consequences of such a decision.

### ***Personal data privacy:***

By submitting the proxy form effecting the appointment by CDP of the Chairman to attend, speak and vote at the AGM and/or any adjournment thereof, a Depositor of the Company consents to the collection, use and disclosure of the Depositor's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of the appointment of the Chairman as proxy for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, governmental or regulatory requirements, or guidelines or notices issued by any applicable governmental or regulatory authorities of any relevant jurisdiction, and/or complying with the Company's internal policies.