



THE TIES THAT BIND

Annual Report 2018

YOMA STRATEGIC HOLDINGS LTD.

(Incorporated in the Republic of Singapore)

(Company Registration No. 196200185E)

9 July 2018

Dear Shareholder,

Letter to Shareholders

We are pleased to enclose printed copies of the Notice and Proxy Form for the upcoming Annual General Meeting of Yoma Strategic Holdings Ltd. ("Yoma Strategic" or the "Company") to be held at The Straits Room, Level Four, The Fullerton Hotel, 1 Fullerton Square, Singapore 049178 on 24 July 2018 at 10 a.m. (the "AGM").

In line with the Company's drive towards sustainable development, we will be discontinuing sending printed copies of the Company's Annual Reports and accompanying appendices to shareholders. Instead, our annual report for the financial year ended 31 March 2018 ("Annual Report 2018") and the accompanying Addendum to the Notice of AGM dated 9 July 2018 ("Addendum"), will be available for viewing and download from our website at www.yomastrategic.com/html/media_report.php from the date of this letter.

You will need an internet browser and PDF reader to view these documents.

We sincerely hope that you will join in our sustainability efforts and read our Annual Report 2018 and the Addendum from our website. By doing so, you are helping us to be environmentally-friendly. However, if you still wish to receive printed copies of the Annual Report 2018 and the Addendum for this year, please complete the Request Form below and return it to us, no later than 16 July 2018.

We look forward to seeing you at our AGM. The AGM will commence at 10 a.m., you are encouraged to arrive at least half an hour prior to the meeting commencement time for registration.

Yours faithfully,

For and on behalf of

Yoma Strategic Holdings Ltd.

Melvyn Pun

Chief Executive Officer and Executive Director

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YOMA STRATEGIC HOLDINGS LTD.

(Incorporated in the Republic of Singapore)
(Company Registration No. 196200185E)

Request Form

To: Yoma Strategic Holdings Ltd.

[] Please send me/us a printed copy of the Annual Report 2018 and the Addendum.

Name(s) of shareholder(s):

NRIC/Passport/UEN number:

The shares are held by me/us under or through:-

CDP Securities Account No.

				-						-			
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CPFIS Account

Physical Scrips

Address: _____

Email: _____

Signature(s): _____ Date: _____

Important:

This request is valid for the Annual Report 2018 and the Addendum only. We regret that incomplete or improperly completed forms will not be processed.

Personal Data Privacy: By submitting a request form for a copy of the Annual Report 2018 and the Addendum, you consent to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and delivery of the requested documents by the Company (or its agents or service providers), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.

Tear along the dotted lines

Glue here

Glue here

Fold along dotted line

Affix
Postage
Stamp

Yoma Strategic Holdings Ltd.

c/o B.A.C.S. Private Limited
8 Robinson Road
#03-00
ASO Building
Singapore 048544

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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of **YOMA STRATEGIC HOLDINGS LTD.** (the “**Company**”) will be held at The Straits Room, Level Four, The Fullerton Hotel, 1 Fullerton Square, Singapore 049178 on 24 July 2018 at 10 a.m. to transact the following business:-

A. ORDINARY BUSINESS

To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without any modifications:

1. To receive and adopt the Directors’ Statement and Audited Financial Statements of the Company for the financial year ended 31 March 2018 together with the Independent Auditor’s Report thereon.

(Resolution 1)

2. To approve a one-tier tax exempt final dividend of 0.25 Singapore cents per share for the financial year ended 31 March 2018.

(Resolution 2)

3. To approve the payment of Directors’ fees of up to S\$380,000 payable by the Company for the financial year ending 31 March 2019.

(Resolution 3)

4. To re-elect Mr. Adrian Chan Pengee as a Director of the Company, who is retiring pursuant to Regulation 105 of the Constitution of the Company and who, being eligible, will offer himself for re-election.

(See Explanatory Note 1)

(Resolution 4)

5. To re-elect Ms. Wong Su Yen as a Director of the Company, who is retiring pursuant to Regulation 105 of the Constitution of the Company and who, being eligible, will offer herself for re-election.

(See Explanatory Note 2)

(Resolution 5)

6. To re-elect Mr. George Thia Peng Heok as a Director of the Company, who is retiring pursuant to Regulation 115 of the Constitution of the Company and who, being eligible, will offer himself for re-election.

(See Explanatory Note 3)

(Resolution 6)

7. To re-appoint Nexia TS Public Accounting Corporation as Independent Auditor of the Company for the financial year ending 31 March 2019 and to authorise the Directors of the Company to fix their remuneration.

(Resolution 7)

NOTICE OF ANNUAL GENERAL MEETING

B. SPECIAL BUSINESS

To consider and if thought fit, to pass the following Ordinary Resolutions, with or without any modifications:

8. That pursuant to Section 161 of the Companies Act (Cap. 50) and the rules, guidelines and measures issued by the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”), the Directors of the Company be and are hereby authorised and empowered to issue:

- (i) shares in the capital of the Company (“**shares**”); or
- (ii) convertible securities; or
- (iii) additional convertible securities issued pursuant to adjustments; or
- (iv) shares arising from the conversion of the securities in (ii) and (iii) above,

(whether by way of rights, bonus or otherwise or in pursuance of any offer, agreement or option made or granted by the Directors during the continuance of this authority or thereafter) at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit (notwithstanding the authority conferred by this Resolution may have ceased to be in force),

provided that:

- (1) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of convertible securities made or granted pursuant to this Resolution) does not exceed fifty per cent. (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below) (“**Issued Shares**”), provided that the aggregate number of shares to be issued other than on a pro-rata basis to shareholders of the Company (including shares to be issued in pursuance of convertible securities made or granted pursuant to this Resolution) does not exceed twenty per cent. (20%) of the total number of Issued Shares;
- (2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the percentage of Issued Shares shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Resolution is passed, after adjusting for:
 - (i) new shares arising from the conversion or exercise of any convertible securities;
 - (ii) (where applicable) new shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time of the passing of this Resolution, provided the options or awards were granted in compliance with the Listing Manual of the SGX-ST (the “**Listing Manual**”); and
 - (iii) any subsequent bonus issue, consolidation or subdivision of shares;

NOTICE OF ANNUAL GENERAL MEETING

- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the rules, guidelines and measures issued by the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and
- (4) (unless revoked or varied by the Company in a general meeting), the authority conferred by this Resolution shall continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier.

(See Explanatory Note 4)

(Resolution 8)

9. That pursuant to Section 161 of the Companies Act (Cap. 50), the Directors of the Company be and are hereby authorised to offer and grant options in accordance with the provisions of the Yoma Strategic Holdings Employee Share Option Scheme 2012 (the “**YSH ESOS 2012**”) and to issue and allot from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the exercise of the options under the YSH ESOS 2012, notwithstanding that the approval has ceased to be in force if the shares are issued pursuant to the exercise of an option granted while the approval to offer and grant the option was in force, provided that the aggregate number of new shares to be issued pursuant to YSH ESOS 2012 when aggregated with the aggregate number of shares which may be awarded under the Yoma Performance Share Plan (“**Yoma PSP**”) shall not exceed ten per cent. (10%) of the issued ordinary share capital of the Company (excluding treasury shares and subsidiary holdings) from time to time.

(See Explanatory Note 5)

(Resolution 9)

10. That pursuant to Section 161 of the Companies Act (Cap. 50), the Directors be and are hereby authorised to issue and allot from time to time such number of shares as may be required to be issued pursuant to the vesting of awards under the Yoma PSP (“**Awards**”) provided that the aggregate number of new shares to be allotted and issued pursuant to the Yoma PSP and other share based schemes (including the YSH ESOS 2012) of the Company shall not exceed ten per cent. (10%) of issued share capital of the Company (excluding treasury shares and subsidiary holdings) from time to time.

(See Explanatory Note 5)

(Resolution 10)

NOTICE OF ANNUAL GENERAL MEETING

11. That:

- (i) for the purposes of Sections 76C and 76E of the Companies Act, (Cap. 50) (the “**Act**”), the exercise by the Directors of all the powers of the Company to purchase or otherwise acquire from time to time issued ordinary shares in the capital of the Company (the “**Shares**”), not exceeding in aggregate the Prescribed Limit (as hereinafter defined), at such price or prices as may be determined by the directors from time to time up to the Maximum Price (as hereinafter defined), whether by way of:-
 - (i) on-market purchases, transacted through the Singapore Exchange Securities Trading Limited’s (“**SGX-ST**”) trading system, through one or more duly licensed stock brokers appointed by the Company for that purpose (“**On-Market Purchase**”); and/or
 - (ii) off-market purchases pursuant to an equal access scheme in accordance with Section 76C of the Act (“**Off-Market Purchase**”),

and otherwise in accordance with all other laws and regulations and rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “**Share Purchase Mandate**”);

- (ii) unless varied or revoked by the Company in a general meeting, the authority conferred on the Directors pursuant to the Share Purchase Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Ordinary Resolution, and expiring on the earlier of:-
 - (i) the date on which the next annual general meeting of the Company is held; or
 - (ii) the date by which the next annual general meeting of the Company is required by law to be held; or
 - (iii) the date on which the purchases of Shares by the Company pursuant to the Share Purchase Mandate are carried out to the full extent mandated;
- (iii) in this Resolution:-

“**Prescribed Limit**” means ten per cent. (10%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) as at the date of the passing of this Resolution, unless the Company has effected a reduction of the share capital of the Company in accordance with the applicable provisions of the Act, at any time during the Relevant Period, in which event the total number of issued Shares shall be taken to be the total number of issued Shares as altered (excluding treasury shares and subsidiary holdings). Any Shares which are held as treasury shares and subsidiary holdings will be disregarded for the purpose of computing the ten per cent. (10%) limit;

“**Relevant Period**” means the period commencing from the date on which the last annual general meeting was held and expiring on the date the next annual general meeting is held or required by law to be held, whichever is the earlier, after the date of this Resolution; and

NOTICE OF ANNUAL GENERAL MEETING

“**Maximum Price**” in relation to a Share to be purchased or acquired, means an amount (excluding related brokerage, clearance fees, stamp duties, commission, applicable goods and services tax and other related expenses) not exceeding:-

- (i) in the case of a On-Market Purchase, 105% of the Average Closing Price; and
- (ii) in the case of an Off-Market Purchase, 120% of the Average Closing Price,

where:-

“**Average Closing Price**” means the average of the closing market prices of a Share over the last five (5) (“**Market Day**” being a day on which the SGX-ST is open for securities trading), on which the transactions in the Shares were recorded, immediately preceding the date of the On-Market Purchase by the Company or, as the case may be, the date of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted, in accordance with the rules of the SGX-ST, for any corporate action that occurs after the relevant five (5) Market Days; and

- (iv) the Directors of the Company and/or any of them be and are hereby authorised to complete and do all such acts and things as they and/or he may consider necessary, desirable, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this Resolution.”

(See Explanatory Note 6)

(Resolution 11)

12. That for the purposes of Chapter 9 of the Listing Manual:

- (i) approval be and is hereby given for the Company and its subsidiary companies (the “**Group**”) or any of them to enter into any of the transactions falling within the categories of Interested Person Transactions, particulars of which are set out in the Company’s addendum to shareholders dated 9 July 2018 (the “**Addendum**”), with any party who is of the class or classes of Interested Persons described in the Addendum, provided that such transactions are made on normal commercial terms in accordance with the review procedures for Interested Person Transactions as described in the Addendum (the “**Shareholders’ Mandate**”);
- (ii) the Shareholders’ Mandate shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next annual general meeting of the Company, or the date by which the next annual general meeting of the Company is required by law to be held, whichever is earlier;
- (iii) the Audit and Risk Management Committee of the Company be and is hereby authorised to take such action as it deems proper in respect of procedures and/or to modify or implement such procedures as may be necessary to take into consideration any amendment to Chapter 9 of the Listing Manual which may be prescribed by the SGX-ST from time to time; and

NOTICE OF ANNUAL GENERAL MEETING

- (iv) the Directors be and are hereby authorised to do all such acts and things (including, without limitation, executing all such documents as may be required) as they may consider necessary, desirable, expedient or in the interest of the Company to give effect to the Shareholders' Mandate and/or this Resolution.

(See Explanatory Note 7)

(Resolution 12)

To transact such other business which can be transacted at the annual general meeting of the Company.

BY ORDER OF THE BOARD

Loo Hwee Fang
Lun Chee Leong

Joint Company Secretaries

Singapore
9 July 2018

Explanatory Notes:-

1. Mr. Adrian Chan Pengee, when re-elected, will be considered by the Board of Directors to be a non-executive independent Director. He will remain as the Lead Independent Director of the Company, Chairman of the Nominating and Governance Committee and a member of the Remuneration Committee.
2. Ms. Wong Su Yen, when re-elected, will be considered by the Board of Directors to be a non-executive independent Director. She will remain as Chairman of the Remuneration Committee and a member of the Audit and Risk Management Committee.
3. Mr. George Thia Peng Heok, when re-elected, will be considered by the Board of Directors to be a non-executive independent Director. He will remain as the Chairman of the Audit and Risk Management Committee and a member of the Remuneration Committee.
4. Ordinary Resolution 8 proposed above, if passed, will empower the Directors, from the date of the above Annual General Meeting until the next annual general meeting, to issue shares in the capital of the Company and to make or grant convertible securities, and to issue shares in pursuance of such convertible securities, without seeking any further approval from shareholders in a general meeting, up to a number not exceeding fifty per cent. (50%) of the total number of Issued Shares of which up to twenty per cent. (20%) of the total number of Issued Shares may be issued other than on a pro rata basis to shareholders.

NOTICE OF ANNUAL GENERAL MEETING

5. Ordinary Resolutions 9 and 10 proposed above, if passed, will authorise the Directors to (a) offer and grant options and to issue and allot shares pursuant to the exercise of options under the YSH ESOS 2012; and (b) to grant awards under the Yoma PSP and to issue and allot shares pursuant to the release of such awards provided that the aggregate number of the shares to be issued when aggregated with the existing shares delivered and/or to be delivered pursuant to YSH ESOS 2012 and Yoma PSP shall not exceed ten per cent. (10%) of the issued shares of the Company (excluding treasury shares and subsidiary holdings) from time to time.

“subsidiary holdings” has the meaning ascribed to it in the Listing Manual.

6. Ordinary Resolution 11 proposed above, if passed, will renew the Share Purchase Mandate and will authorise the Directors to purchase or otherwise acquire Shares on the terms and subject to the conditions of the resolution. The rationale for, the authority and limitation on, the sources of funds to be used for the purchase or acquisition including the amount of financing and the financial effects of the purchase or acquisition of Shares by the Company pursuant to the Share Purchase Mandate on the audited consolidated financial statements of the Group for the financial year ended 31 March 2018 are set out in greater detail in the Addendum enclosed together with the Annual Report.
7. Ordinary Resolution 12 proposed above, if passed, will renew the Existing Shareholders’ Mandate that was approved by shareholders on 26 July 2017. If passed, the Shareholders’ Mandate will allow the Group to enter into Interested Person Transactions with those classes of Interested Persons as described in the Addendum and will empower the Directors to do all acts necessary to give effect to the Shareholders’ Mandate.

Proxies:

1. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the Annual General Meeting. Where such member’s form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.
(b) A member who is relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the annual general meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member’s form of proxy appoints more than two proxies, the number of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

“Relevant intermediary” has the meaning ascribed to it in Section 181 of the Companies Act (Cap.50).

2. A proxy need not be a member of the Company.
3. This form of proxy must be deposited at the Company’s registered office at 78 Shenton Way, #32-00, Singapore 079120, not less than forty-eight (48) hours before the time set for the annual general meeting.

NOTICE OF ANNUAL GENERAL MEETING

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

NOTICE OF BOOKS CLOSURE AND DIVIDEND PAYMENT DATE

NOTICE IS HEREBY GIVEN that, subject to shareholders' approval for the proposed one-tier tax-exempt final dividend of 0.25 Singapore cents per ordinary share for the financial year ended 31 March 2018, the Share Transfer Books and Register of Members of the Company will be closed on 10 August 2018, being the Books Closure Date. Duly completed transfers received by the Company's Registrar, B.A.C.S Private Limited at 8 Robinson Road, #03-00 ASO Building, Singapore 048544, up to the close of business at 5.00 p.m. on 10 August 2018 will be registered to determine shareholders' entitlement to the proposed dividend. Shareholders whose securities accounts with The Central Depository (Pte) Limited (CDP) are credited with shares in the capital of the Company at 5.00 p.m. on 10 August 2018, will be entitled to the proposed dividend.

The proposed dividend, if approved by shareholders at the forthcoming annual general meeting to be held on 24 July 2018, will be paid on 30 August 2018.

BY ORDER OF THE BOARD

Loo Hwee Fang
Lun Chee Leong

Joint Company Secretaries

Singapore
9 July 2018

YOMA STRATEGIC HOLDINGS LTD.

(Incorporated in the Republic of Singapore)
(Company Registration No. 196200185E)

**PROXY FORM
ANNUAL GENERAL MEETING****IMPORTANT:**

- For investors who have used their CPF monies to buy Yoma Strategic Holdings Ltd.'s shares, this Annual Report is forwarded to them at the request of the CPF Approved Nominees and is sent solely FOR INFORMATION ONLY.
- This Proxy Form is not valid for use by CPF investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

Personal Data Privacy

- By submitting an instrument appointing proxy or proxies and/or representative(s), a member of the Company accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 9 July 2018.

I/We, _____ (Name) _____ (NRIC/Passport/UEI Number)
of _____ (Address)

being a member/member(s) of YOMA STRATEGIC HOLDINGS LTD. (the "Company"), hereby appoint:

Name	Address	NRIC / Passport No.	Proportion of Shareholdings (%)
and/or (delete as appropriate)			

or failing the person, or either or both of the persons, referred to above, the Chairman of the Meeting as *my/our *proxy/proxies to attend, speak and vote on *my/our behalf at the annual general meeting of the Company (the "AGM") to be held at The Straits Room, Level Four, The Fullerton Hotel at 1 Fullerton Square, Singapore 049178 on 24 July 2018 at 10 a.m., and at any adjournment thereof in the following manner as specified below. *My/our *proxy/proxies may vote or abstain from voting at *his/their discretion on any of the resolutions where *I/we have not specified any voting instruction, and on any other matter arising at the AGM.

NOTE: Voting on all resolutions will be conducted by poll. If you wish to exercise 100% of your votes **For** or **Against** a resolution, please tick with "✓" in the corresponding box against that resolution. If you wish to split your votes, please indicate the number of votes **For** and/or **Against** that resolution.

Ordinary Resolutions	For	Against
1 Adoption of Directors' Statement and Audited Financial Statements for financial year ended 31 March 2018 and the Independent Auditor's Report		
2 Approval of one-tier tax exempt final dividend		
3 Approval of Directors' fees for the financial year ending 31 March 2019		
4 Re-election of Mr. Adrian Chan Pengee as a Director		
5 Re-election of Ms. Wong Su Yen as a Director		
6 Re-election of Mr. George Thia Peng Heok as a Director		
7 Re-appointment of Nexia TS Public Accounting Corporation as Independent Auditor		
8 Authority to issue shares pursuant to the share issue mandate		
9 Authority to offer and grant options and issue shares pursuant to the YSH ESOS 2012		
10 Authority to issue and allot shares pursuant to the Yoma PSP		
11 Renewal of Share Purchase Mandate		
12 Renewal of Shareholders' Mandate for Interested Person Transactions		

Dated this _____ day of _____ 2018

Total Number of Shares held in:	Number of Shares
CDP Register	
Register of Members	

Signature(s) of Member(s)/Common Seal

IMPORTANT: PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS PROXY FORM.

NOTES:

- 1 (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the annual general meeting. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.
 - (b) A member who is relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the annual general meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the number of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.
- "Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act (Cap 50).
- 2 A proxy need not be a member of the Company.
- 3 Please insert the total number of shares held by you. If you have entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act, (Cap 289), you should insert that number of shares. If you have shares registered in the Register of Members (maintained by or on behalf of the Company), you should insert that number of shares. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all shares held by you.

Fold along dotted line

The Company Secretary
YOMA STRATEGIC HOLDINGS LTD.
78 Shenton Way
#32-00
Singapore 079120

Affix
Postage
Stamp

Fold along dotted line

- 4 This form of proxy must be signed by the appointor or his attorney duly authorized in writing. Where the form of proxy is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorized officer. The power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority shall be lodged with the form of proxy, failing which, the person so named shall not be entitled to vote in respect thereof.
- 5 A corporation which is a member may authorised by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the annual general meeting in accordance with its Constitution and Section 179 of the Companies Act (Cap. 50).
- 6 Completion and return of this form of proxy shall not preclude a member from attending and voting at the annual general meeting. Any appointment or a proxy or proxies shall be deemed to be revoked if a member attends the annual general meeting in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under this form of proxy to the annual general meeting.
- 7 This form of proxy must be deposited at the Company's registered office at 78 Shenton Way, #32-00, Singapore 079120, not less than forty-eight (48) hours before the time set for the annual general meeting.
- 8 The Company shall be entitled to reject the form of proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the form of proxy (including any related attachment). In addition, in the case of shares entered in the Depository Register, the Company may reject any form of proxy lodged if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at seventy-two (72) hours before the time set for holding the annual general meeting, as certified by the Central Depository (Pre) Limited to the Company.

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In our Annual Report 2018, we feature the theme of fabric weaving, which is a beloved art that Myanmar's people enjoy and pass on through the generations. At Yoma Strategic, we understand the importance of weaving — not only in our culture, but in our four key businesses, Yoma Land, Yoma Motors, Yoma F&B and Yoma Financial Services, together with our portfolio of investments.

By successfully weaving together our diverse portfolio of businesses, we create a truly seamless organisation built on strong fundamentals and sustainable growth. But the thread that ties our organisation together extends further than who we are as a company — it ties us to communities in which we operate and enables us to grow side by side to become a part of Myanmar's rich fabric in furtherance of a mission to

BUILD A BETTER MYANMAR FOR ITS PEOPLE

Yoma Strategic Holdings Ltd.

(Incorporated in the Republic of Singapore)

(Company Registration No. 196200185E)



If undelivered, kindly return to:

B.A.C.S. Private Limited

8 Robinson Road

#03-03

ASO Building

Singapore 048544