

VALUETRONICS HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Co. Reg. No.: 38813)

ANNUAL GENERAL MEETING - DEPOSITOR PROXY FORM

IMPORTANT

- Due to the current COVID-19 restriction orders in Singapore for large group gatherings, a Depositor (as defined below) will NOT be able to attend the Annual General Meeting ("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 Depositor Proxy Form to effect the appointment by CDP (as defined below) of the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM in respect of the Depositor(s) Shares (as defined below). In effecting the appointment by CDP of the Chairman of the AGM 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 through relevant intermediaries (as defined in Section 181 of the Companies Act (Chapter 50) of Singapore) ("Investors") (including investors holding shares through Central Provident Fund ("CPF") and Supplementary Retirement Scheme ("SRS") ("CPF/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 approach his/her relevant intermediary as soon as possible to specify voting instructions. A CPF/SRS investor who wishes to vote should approach his/her CPF Agent Bank or SRS Operator at least 7 working days before the date of the AGM to submit his/her vote.
- Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via "live" audio-visual webcast or "live" audio-only stream), submission of questions in advance of the AGM, addressing of substantive and relevant questions prior to or at AGM and voting by appointing the Chairman of the AGM as proxy at the AGM, are set out in the Notice of AGM.
- Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of the Chairman of the AGM 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 ("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 July 2021 at 10:00 am (the "Cut Off Time"); and
- submitted by the requisite time and date, and to the requisite office as indicated overleaf,

I.

we, CDP, being a Member of VALUETRONICS HOLDINGS LIMITED (the "Company"), hereby appoint the Chairman of the AGM (the "Chairman") as our proxy to attend, speak and vote for us on our behalf at the AGM of the Company to be held by way of electronic means (via live audio-visual webcast and/or live audio-only stream) on Monday, 26 July 2021 at 10:00 am and at any adjournment thereof. The Chairman is hereby directed to vote for or against the resolutions, or to abstain from voting on any resolution(s), to be proposed at the AGM as indicated hereunder. If no specific direction as to voting is given, the appointment of the Chairman as proxy for that resolution will be treated as invalid.

We further hereby authorise and direct the Company to accept this Depositor Proxy Form(s) in respect of the Depositor(s) Shares.

Voting will be conducted by poll. If you wish the Chairman as your proxy to cast all your votes "For" or "Against", or "Abstain" from voting on, the relevant resolution, please tick [✓] within the relevant box provided below. Alternatively, please indicate the number of shares "For" or "Against" in the "For" or "Against" box provided below.

II.

No.	Ordinary Resolutions relating to:	For	Against	Abstain
1.	Directors' Report and Audited Financial Statements for the financial year ended 31 March 2021			
2.	Payment of proposed final dividend			
3.	Re-election of Mr Ong Tiew Siam as a Director			
4.	Approval of Directors' fees for the financial year ending 31 March 2022, to be paid quarterly in arrears			
5.	Re-appointment of PricewaterhouseCoopers as Auditors and to authorise the Directors to fix their remuneration			
6.	Authority to issue shares			
7.	Authority to allot and issue shares under the Valuetronics Employees Share Option Scheme and the Valuetronics Performance Share Plan			
8.	Renewal of Share Buyback Mandate			

Dated this day of July 2021

III. The Central Depository (Pte) Limited



Signature of Director

IV.

TO BE COMPLETED BY DEPOSITOR(S) IF HE/SHE/IT WISHES TO APPOINT THE CHAIRMAN AS PROXY			
For Individuals:		For Corporations:	
<div></div>		<div></div>	
Signature of Direct Account Holder		Signature of Director	Signature of Director/Secretary
		<div></div> Common Seal	

IMPORTANT: PLEASE READ NOTES OVERLEAF

IMPORTANT : PLEASE READ NOTES BELOW

Notes:

- Part I - (1) Due to the current COVID-19 restriction orders in Singapore for large group gatherings, the AGM will be conducted only by electronic means and Depositors will not be able to attend the AGM in person.
- (2) Depositors will also not be able to vote online on the resolutions to be tabled for approval at the AGM. All Depositors (whether individual or corporate) must vote by proxy only. A Depositor who wishes to exercise his/her/its votes must complete this Depositor 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 in respect of the Depositor(s) Shares. This Depositor Proxy Form may be accessed at the Company's website at <http://www.valuetronics.com.hk/ir/announce.html>, and is also made available on the website of the SGX-ST.
- (3) The Chairman, as proxy, need not be a member of the Company.
- Part II - **IMPORTANT:** In appointing the Chairman as proxy, a Depositor (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in respect of each of the resolutions in this Depositor Proxy Form, failing which the appointment of the Chairman as proxy for that resolution will be treated as invalid.
- Part IV - (1) 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 Depositor(s), all joint Depositor(s) must sign this Depositor Proxy Form. If the Depositor(s) is a corporation, this Depositor Proxy Form must be executed under its common seal or under the hand of its officer, attorney or any 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 notarially/duly certified copy thereof must be attached to this Depositor Proxy Form.**
- (2) This Depositor Proxy Form, duly completed, must be submitted to the Company in the following manner –
- (a) by depositing a physical copy at the office of the Singapore Share Transfer Agent of the Company, B.A.C.S. Private Limited, at 8 Robinson Road #03-00, ASO Building, Singapore 048544; or
- (b) by sending a scanned PDF copy via email to main@zicoholdings.com,
in either case, by 10:00 am on 23 July 2021 being 72 hours before the time appointed for holding the AGM in accordance with the instructions stated herein.
- A Depositor who wishes to submit the proxy form must complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.
- In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for Depositors to submit completed proxy forms by post, Depositors are strongly encouraged to submit completed proxy forms electronically via email.**

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 B.A.C.S. Private Limited accepts any responsibility for the consequences of such a decision.

PERSONAL DATA PRIVACY

By submitting this Depositor Proxy Form, the Depositor(s) accept(s) and agree(s) to the personal data privacy terms set out in the Notice of AGM.