

SERIAL SYSTEM LTD

Company Registration No.199202071D
(Incorporated in the Republic of Singapore)

PROXY FORM ANNUAL GENERAL MEETING

IMPORTANT:

1. A relevant intermediary may appoint more than two (2) proxies to attend the Annual General Meeting and vote (please see Note 3 for the definition of "Relevant Intermediary").
2. For investors who have used their CPF or SRS monies to buy shares in the Company, this Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or is purported to be used by them. CPF and SRS investors should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies. CPF and SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 10.30 a.m. on Wednesday, 19 April 2023.
3. Please read the explanatory notes to the Proxy Form.

I/We*, _____ (Name) _____ (NRIC/Passport/Co. Reg No.)

of _____ (Address)

being a member/members* of Serial System Ltd (the "Company"), hereby appoint:

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and/or*

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing the person, or either or both of the persons referred to above, the Chairman of the Annual General Meeting ("AGM") as my/our* proxy/proxies* to attend, speak or vote on my/our* behalf at the AGM of the Company to be held at 8 Ubi View, #05-01, Serial System Building, Singapore 408554, on Friday, 28 April 2023 at 10.30 a.m. and at any adjournment thereof.

I/We* have directed my/our* proxy/proxies* to vote for or against the resolutions or to abstain from voting on the resolutions to be proposed at the AGM as indicated hereunder. If no specified directions as to voting are given, the proxy/proxies* may vote or abstain from voting at his/her/their* discretion as he/she/they* will on any other matters arising at the AGM and at any adjournment thereof.

Voting would be conducted by poll. Please indicate your vote "For", "Against" or "Abstain" with a tick [✓] within the box provided below. Alternatively, if you wish to exercise some of your votes "For" or some of your votes "Against" the relevant resolution, and/or to abstain from voting on the relevant resolution, please insert the relevant number of votes in the relevant boxes provided below.

No.	Ordinary Resolutions relating to:	No. of Votes		
		For	Against	Abstain
	Ordinary Business			
1	Adoption of Audited Financial Statements and Directors' Statement and Auditor's report for the financial year ended 31 December 2022			
2	Approval of payment of Directors' Fees for the financial year ending 31 December 2023 payable quarterly in arrears			
3	Re-election of Mr. Teo Ser Luck as a Director of the Company			
4	Re-election of Mr. Tan Lye Heng Paul as a Director of the Company			
5	Re-election of Mr. Ng Cher Yan as a Director of the Company			
6	Re-appointment of Moore Stephens LLP as Auditors and authorisation for the Directors to fix their remuneration			
	Special Business			
7	Approval of Share Issue Mandate			
8	Authority to offer and grant Share Options and to allot and issue Shares under the Serial System Employee Share Option Scheme 2014			
9	Approval of renewal of the Share Buyback Mandate			

In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the AGM as your proxy for that resolution will be treated as invalid

Dated this _____ day of _____ 2023

Total Number of Shares held in:	No. of Shares
CDP Register	
Register of Members	

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

*Delete accordingly

IMPORTANT: PLEASE READ NOTES OVERLEAF

Explanatory Notes To The Proxy Form

Notes:

1. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number of shares. If you have shares registered in your name in the Register of Members 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 entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument of proxy shall be deemed to relate to all the shares held by you.
2. A member who is not a Relevant Intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote on his/her/its behalf at the AGM. A member of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. Where such member appoints two (2) proxies, the proportion of his/her/its shareholding to be represented by each proxy shall be specified. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares entered against his/her/its name in the Depository Register and any second named proxy as an alternate to the first named.
3. For any member who acts as a Relevant Intermediary pursuant to Section 181 of the Companies Act 1967 (Singapore), who is either:
 - a) a banking corporation licensed under the Banking Act 1970, or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;
 - b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 and who holds shares in that capacity; or
 - c) the Central Provident Fund Board ("CPF Board") established by the Central Provident Fund Act 1953, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the CPF Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

A member who is a Relevant Intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the AGM but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument of proxy.

The proxy needs not be a member of the Company. Please note that if any of your shareholdings are not specified in the list provided by the intermediary to the Company, the Company may have the sole discretion to disallow the said participation of the said proxy at the forthcoming AGM.

A member can appoint the Chairman of the AGM as his/her/its proxy but this is not mandatory.

4. The instrument of proxy, duly executed, must be submitted to the Company in the following manner:
 - (a) If submitted by post, be deposited at the registered office of the Company at 8 Ubi View, #05-01, Serial System Building, Singapore 408554; or
 - (b) If submitted electronically, be submitted via email to ecomm@serialsystem.com.

in either case, by 10.30 a.m. on Wednesday, 26 April 2023, being no later than forty-eight (48) hours before the time appointed for holding the AGM, and in default the instrument of proxy shall not be treated as valid.

A member who wishes to submit an instrument of proxy must first download, complete and sign the instrument of proxy, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

5. Completion and return of an instrument of proxy by a member will not prevent him/her from attending, speaking and voting at the AGM if he/she so wishes. The appointment of the proxy(ies) for the AGM will be deemed to be revoked if the member attends the AGM in person and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the AGM.
6. The instrument of proxy must be signed by the appointer or his/her attorney duly authorised in writing. Where the instrument of proxy is executed by a corporation, it must be executed either under its common seal or under the hand of an officer or attorney duly authorised. Where the instrument of proxy is executed by an attorney on behalf of the appointer, the letter or power of attorney or a duly certified copy thereof (failing previous registration with the Company) must be lodged with the instrument of proxy, failing which the instrument of proxy may be treated as invalid.
7. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the AGM, in accordance with Section 179 of the Companies Act 1967 (Singapore).

General:

The Company shall be entitled to reject this instrument of proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in this instrument of proxy. In addition, in the case of members whose shares are entered in the Depository Register, the Company shall be entitled to reject any instrument of proxy lodged if the member, being the appointer, is not shown to have any shares entered against his name in the Depository Register as at seventy-two (72) hours before the time set for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 13 April 2023.