

PROXY FORM

Annual General Meeting

INTERRA RESOURCES LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 197300166Z)

IMPORTANT:

This proxy form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by CPF and SRS investors and investors who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act 1967). Such investors who wish to attend and vote at the AGM should contact their respective CPF agent banks, SRS operators or relevant intermediaries by 5:00 p.m. on 11 April 2023.

I/We, _____ (Name)

_____ (NRIC/Passport/Company Registration Number)

of _____ (Address)

being a member/members of Interra Resources Limited (the “Company”), hereby appoint:

Name of Proxy	NRIC/Passport Number	Shareholding to be Represented	
		Number of Shares	%
Address	Email Address		
and/or (delete as appropriate)			
Name of Proxy	NRIC/Passport Number	Shareholding to be Represented	
		Number of Shares	%
Address	Email Address		

or failing whom, the Chairman of the Annual General Meeting of the Company (“AGM”), as my/our proxy/proxies to attend and vote on my/our behalf at the AGM to be convened and held on 21 April 2023 at 10:00 a.m. (Singapore time) by electronic means, and at any adjournment thereof.

I/We direct my/our proxy/proxies to vote for or against or abstain from voting on the Resolutions to be proposed at the AGM as indicated hereunder.

Ordinary Resolutions	Number of Votes		
	For*	Against*	Abstain*
Ordinary Business			
1	To receive and adopt the audited financial statements for FY2022		
2	To re-elect Mr Low Siew Sie Bob as a Director		
3	To elect Ms Loo Hwee Fang as a Director		
4	To re-appoint CLA Global TS Public Accounting Corporation as Auditor		
Special Business			
5	Authority to issue shares pursuant to the general mandate		
6	Authority to allot and issue shares pursuant to the ISOP 2017		

* Voting will be conducted by electronic poll. If you wish to exercise all your votes with respect to a Resolution, please put a tick (✓) in the relevant box. Alternatively, you may indicate the number of votes as appropriate in the relevant box. In the absence of specific directions in respect of a Resolution, your proxy/proxies may vote or abstain from voting at his/their discretion (see also Note (5) overleaf).

Dated this _____ day of April 2023

Number of Ordinary Shares [^]	
Depository Register	
Register of Members	
Total	

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

[^] See Notes (9) and (10) overleaf

Email Address & Contact Number

IMPORTANT: PLEASE READ NOTES OVERLEAF

NOTES:

- (1) The AGM is being convened, and will be held, by electronic means pursuant to 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 the Notice of AGM and this proxy form will not be sent to members of the Company (hereinafter individually referred to as a “Member” and collectively as “Members”). Instead, the Notice of AGM and this proxy form will be sent to Members by electronic means via publication on SGXNet and the Company’s website at the URL <http://www.interraresources.com/investorctr.asp>.
- (2) 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 broadcast), submission of questions to the Chairman of the AGM, addressing of substantial and relevant questions received and voting at the AGM, are set out in the accompanying announcement dated 6 April 2023 entitled “Annual General Meeting to be held by Electronic Means on 21 April 2023”. This announcement may be accessed at SGXNet and the Company’s website at the URL <http://www.interraresources.com/investorctr.asp>.
- (3) As the AGM will be conducted virtually, Members will not be able to attend the AGM in person. All Resolutions at the AGM (and at any adjournment thereof) shall be voted by poll via electronic means. A Member (whether individual or corporate) who wishes to exercise his/her/its voting rights at the AGM may:
 - (a) attend and vote live via electronic means at the AGM;
 - (b) appoint a proxy(ies) (other than the Chairman of the AGM) to attend and vote live via electronic means at the AGM on his/her/its behalf by submitting a proxy form; or
 - (c) appoint the Chairman of the AGM as his/her/its proxy to vote on his/her/its behalf at the AGM by submitting a proxy form.
- (4)
 - (a) A Member who is not a relevant intermediary may appoint not more than two (2) proxies to attend and vote at the AGM. Where such Member appoints more than one (1) proxy, the proxy form shall specify the proportion of shareholding to be represented by each proxy and if no proportion is specified, the first named proxy shall be deemed to represent 100% of the shareholding and the second named proxy shall be deemed to be an alternate to the first named.
 - (b) A Member who is a relevant intermediary may appoint more than two (2) proxies to attend and vote at the AGM, but each proxy must be appointed to exercise the rights attached to the different shares held by such Member. Where such Member appoints more than two (2) proxies, the proxy form shall specify the number and class of shares to which each proxy has been appointed.

The term “**relevant intermediary**” has the meaning ascribed to it in Section 181 of the Companies Act 1967.
- (5) Where a Member (whether individual or corporate) appoints the Chairman of the AGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a Resolution in the proxy form, failing which the appointment of the Chairman of the AGM as proxy for that Resolution will be treated as invalid.
- (6) A proxy or representative, need not be a Member.
- (7) A proxy form must be submitted to the Company on the following manner:
 - (a) by post to be lodged at the registered office of the Company at 1 Grange Road, #05-04 Orchard Building, Singapore 239693; or
 - (b) by email to be received at agm@interraresources.com,in either case not less than seventy-two (72) hours before the time appointed for holding the AGM.
- (8) The proxy form shall be (i) in the case of an individual, signed by the appointor or his attorney duly authorised in writing; or (ii) in the case of a corporation, executed under its common seal or signed on behalf by its attorney or duly authorised officer. Where such instrument is signed or authorised on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must be attached together with the proxy form, failing which the proxy form may be treated as invalid.
- (9) Please insert the total number of ordinary shares held by the Member. If the ordinary shares are entered against the Member’s name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), please insert that number of ordinary shares in the relevant box accordingly. If the ordinary shares are registered in the Member’s name in the Register of Members (maintained by or on behalf of the Company), please insert that number of ordinary shares in the relevant box accordingly. If no number is inserted, the proxy form shall be deemed to relate to all the ordinary shares held by the Member.
- (10) In the case where a Member whose ordinary shares are entered in the Depository Register, the Company shall be entitled (i) to reject the proxy form lodged if that Member’s name does not appear in the Depository Register seventy-two (72) hours before the time appointed for holding the AGM as certified by The Central Depository (Pte) Limited to the Company; and (ii) for the purpose of a poll, to treat the proxy form lodged as representing the number of ordinary shares equal to the number of ordinary shares appearing against the Member’s name in the Depository Register, notwithstanding the number of ordinary shares actually specified in the relevant proxy form.

GENERAL

The Company shall be entitled to reject the instrument appointing a proxy(ies) if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instructions specified in the relevant instrument of proxy form (including any related attachment).

PERSONAL DATA PRIVACY

By submitting an instrument of proxy, the Member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 6 April 2023.