

PROXY FORM

PROXY FORM

UNIVERSAL RESOURCE AND SERVICES LIMITED

(Company Registration Number: 200312303R)
(Incorporated in the Republic of Singapore)

IMPORTANT:

1. The EGM is being convened, and will be held, by way of 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.
2. The Notice of EGM dated 4 July 2022 is also accessible via publication on the SGXNET.
3. Arrangements relating to (a) attendance at the EGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), (b) submission of questions in advance of the EGM, (c) addressing of substantial and relevant questions in advance of the EGM, and (d) voting by appointing the Chairman of the EGM as proxy, are set out in the Notice of EGM dated 4 July 2022.
4. A Shareholder (whether individual or corporate) must appoint the Chairman of the EGM as his/her/its proxy to attend and vote on his/her/its behalf at the EGM if such Shareholder wishes to exercise his/her/its voting rights at the EGM. Where a Shareholder (whether individual or corporate) appoints the Chairman of the EGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in this Proxy Form, failing which the appointment will be treated as invalid.
5. This Proxy Form is not valid for use by CPF or SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them. CPF or SRS Investors who wish to appoint the Chairman of the EGM as proxy should approach their respective relevant intermediaries, including CPF Agent Banks or SRS Operators, at least seven (7) working days before the EGM (i.e. by 10 a.m. on 15 July 2022). Other investors holding shares through other relevant intermediaries who wish to vote should approach his/her relevant intermediary as soon as possible to specify voting instructions.
6. By submitting this Proxy Form, the Shareholder accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 4 July 2022.
7. Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of the Chairman of the EGM as a Shareholder's proxy to attend and vote on his/her/its behalf at the EGM.

I/We*,(name).....(NRIC/Passport No./Company Registration No.) of(address)

being a shareholder/shareholders* of Universal Resource and Services Limited (the "**Company**"), hereby appoint the Chairman of the Extraordinary General Meeting of the Company ("**EGM**") as my/our proxy/proxies to attend and vote for me/us on my/our* behalf at the EGM to be convened and held by way of electronic means on 26 July 2022 at 10 a.m. and at any adjournment thereof in the following manner:

Resolution No.	Ordinary Business	For	Against	Abstain
Ordinary Resolution	Proposed Change of Auditors			

* Delete as appropriate

If you wish to appoint the Chairman of the EGM as your proxy to cast all your votes "For" or "Against" the resolution, please indicate with a tick [✓] within the box provided in respect of the resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box in respect of the resolution. If you wish to appoint the Chairman of the EGM as your proxy to abstain from voting on the resolution, please indicate with a tick [✓] in the "Abstain" box in respect of the resolution. Alternatively, please indicate the number of shares that the Chairman of the EGM, as your proxy, is directed to abstain from voting in the "Abstain" box in respect of the resolution. In the absence of specific directions in respect of the resolution, the appointment of the Chairman of the EGM as your proxy for that resolution will be treated as invalid.

Dated this _____ day of _____ 2022

Total number of Shares In:	No. of Shares
(a) CDP Register	
(b) Register of Members	

*Signature(s) of Shareholders(s) or
Common Seal of Corporate Shareholder*

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



PROXY FORM

NOTES:

1. Printed copies of this Proxy Form **will not** be sent to Shareholders. The Circular, Notice of EGM dated 4 July 2022 and this Proxy Form and may instead be accessed from SGXNET.
2. If the Shareholder has shares entered against his/her/its name in the depository register maintained by the Central Depository (Pte) Limited, he should insert that number of shares. If the Shareholder has shares registered in his/her/its name in the Register of Members of the Company, he/she/it should insert that number of shares. If the Shareholder has shares entered against his/her/its name in the depository register and shares registered in his/her/its name in the Register of Members of the Company, he/she/it should insert the aggregate number of shares. If no number is inserted this Proxy Form shall be deemed to relate to all the shares held by the Shareholder.
3. Alternative arrangements have been put in place to allow Shareholders or their corporate representatives (in the case of Shareholders which are legal entities) to be able to participate in the EGM proceedings by watching a live audio-visual webcast or listening to a live audio-only livestream. Arrangements relating to (a) attendance at the EGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), (b) submission of questions in advance of the EGM, (c) addressing of substantial and relevant questions in advance of the EGM, and (d) voting by appointing the Chairman of the EGM as proxy, are set out in the Notice of EGM dated 4 July 2022.
4. A Shareholder (whether individual or corporate) must appoint the Chairman of the EGM his/her/its proxy to attend and vote on his/her/its behalf at the EGM if such Shareholder wishes to exercise his/her/its voting rights at the EGM. The Proxy Form for the EGM may be accessed at SGXNET. Where a Shareholder (whether individual or corporate) appoints the Chairman of the EGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of the resolution in the Proxy Form, failing which the appointment of the Chairman of the EGM as proxy for the resolution will be treated as invalid.
5. The Chairman of the EGM, as proxy, need not be a Shareholder.
6. The Proxy Form must be submitted to the Company in the following manner:
 - (a) if submitted by post, be mailed to the office of the Share Registrar of the Company, B.A.C.S. Private Limited, at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896; or
 - (b) if submitted electronically, be submitted via email in Portable Document Format (PDF) format to the Company at main@zicoholdings.com,in either case, at least 48 hours before the time fixed for holding the EGM of the Company (i.e. by 10 a.m. on 24 July 2022) and/or any adjournment thereof. A Shareholder who wishes to submit the Proxy Form must first download, complete and sign the Proxy Form, before submitting it by post to the address provided above, or by scanning and submitting it by way of electronic means via email to the email address provided above. Shareholders are strongly encouraged to submit the completed Proxy Forms by way of electronic means via email.
7. A corporation which is a Shareholder may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the EGM, in accordance with Section 179 of the Companies Act 1967, and the person so authorised shall upon production of a copy of such resolution certified by a director of the corporation to be a true copy, be entitled to exercise the powers on behalf of the corporation so represented as the corporation could exercise in person if it were an individual.
8. Where the Proxy Form is executed by an individual, it must be executed under the hand of the appointor or his/her attorney duly authorised. Where the Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorized or in such manner as appropriate under applicable laws, failing which the instrument may be treated as invalid.
9. Where an instrument appointing the Chairman of the EGM as proxy is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.
10. CPF and SRS Investors who wish to appoint the Chairman of the EGM as a proxy should approach their respective relevant intermediaries, including CPF Agent Banks or SRS Operators, at least seven (7) working days before the EGM (i.e. by 10 a.m. on 15 July 2022) in order to allow sufficient time for their respective intermediaries to in turn submit a Proxy Form to appoint the Chairman of the EGM to vote on their behalf by the cut-off date. Other investors holding shares through other relevant intermediaries who wish to vote should approach his/her/its relevant intermediary as soon as possible to specify voting instructions.

GENERAL: The Company shall be entitled to reject an instrument of proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the instrument of proxy. In addition, in the case of shares entered in the depository register, the Company may reject an instrument of proxy if the Shareholder, being the appointor, is not shown to have shares entered against his name in the depository register as at 72 hours before the time appointed for holding the EGM (i.e. by 10 a.m. on 23 July 2022). A depositor shall not be regarded as a Shareholder entitled to attend the EGM thereat unless his name appears on the depository register 72 hours before the time set for the EGM.

PERSONAL DATA PRIVACY: By submitting this instrument appointing a proxy(ies) and/or representative(s), the Shareholder is deemed to have accepted and agreed to the personal data privacy terms set out in the Notice of EGM of the Company dated 4 July 2022.