

# NERA TELECOMMUNICATIONS LTD

(Company Registration No.: 197802690R)  
(Incorporated in the Republic of Singapore)

## PROXY FORM

## EXTRAORDINARY GENERAL MEETING

### IMPORTANT:

1. A Relevant Intermediary may appoint more than two proxies to attend the Extraordinary General Meeting and vote (please see Note 4 for the definition of "Relevant Intermediary").
2. For investors who have used their CPF or SRS monies to buy Nera Telecommunications Ltd's shares, the Circular is forwarded to them at the request of their CPF Approved Nominees and is sent FOR INFORMATION ONLY.
3. This Proxy Form is not valid for use by CPFIS Investors or SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
4. CPFIS Investors or SRS Investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators to submit their voting instructions by 5.00 p.m. on 16 April 2025.

I/We, \_\_\_\_\_ (Name) \_\_\_\_\_ (NRIC/Passport/Co. Reg. No)

of \_\_\_\_\_ (Address)

being a member/members of Nera Telecommunications Ltd ("Company"), hereby appoint:

Name	NRIC/Passport Number	Proportion of shareholdings to be represented by proxy	
		No. of shares	%
Address			

\*and/or (delete as appropriate)

Name	NRIC/Passport Number	Proportion of shareholdings to be represented by proxy	
		No. of shares	%
Address			

or failing him/her, the Chairperson of the Meeting as \*my/our \*proxy/proxies to vote for \*me/us on \*my/our behalf at the Extraordinary General Meeting ("EGM") of the Company to be convened and held at Temasek Club, Brani Room, 131 Rifle Range Road, Singapore 588406 on 29 April 2025, Tuesday at 4.00 p.m. (or as soon thereafter as the Annual General Meeting of the Company to be held at 3.00 p.m. on the same day at the same place is concluded or adjourned) and at any adjournment thereof.

\*I/We direct \*my/our proxy/proxies to vote for or against the Ordinary Resolution, or abstain from voting on, the resolutions to be proposed at the EGM as indicated hereunder. **In absence of specific instructions as to voting, or abstentions from voting, in respect of a resolution, the proxy/proxies for that resolution will vote or abstain from voting at \*his/their discretion.**

	Number of Votes For <sup>#</sup>	Number of Votes Against <sup>#</sup>	Number of Votes Abstained <sup>#</sup>
<b>Ordinary Resolution</b> To Approve the Proposed Adoption of the General Mandate for Interested Person Transactions			

\* Delete as appropriate.

# If you wish to exercise all your votes "For" or "Against" or "Abstain", please indicate so with a (✓) within the box provided. Alternatively, please indicate the number of votes as appropriate.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2025

Shares in:	No. of Shares
(i) CDP Register	
(ii) Register of Members	
Total:	

\_\_\_\_\_  
Signature(s) of Shareholder(s)/Common Seal

**IMPORTANT:** Please read notes overleaf.

**Notes:**

1. A member who is unable to attend the EGM may appoint not more than two proxies to attend, speak and vote at the Extraordinary General Meeting (“EGM”) of the Company. A proxy need not be a member of the Company.
2. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001 of Singapore), you should insert that number of shares. If you only have shares registered in your name 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, the instrument appointing a proxy or proxies shall be deemed to relate to all the shares held by you.
3. Where a member appoints two (2) proxies, the proportion of his/her shareholding concerned to be represented by each proxy shall be specified in the proxy form. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing 100% of the shareholding and the second named proxy shall be deemed to be an alternate to the first named.
4. A member who is a Relevant Intermediary may appoint more than two (2) proxies to attend, speak and vote at the EGM, 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 form of proxy.

For this purpose, the term “**Relevant Intermediary**” means:

- (a) a banking corporation licensed under the Banking Act 1970 of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who hold shares in that capacity;
  - (b) a person holding a capital markets services licence to provide custodial services under the Securities and Futures Act 2001 of Singapore and who holds shares in that capacity; or
  - (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953 of Singapore, in respect of shares purchased under the subsidiary legislation made under the 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 Central Provident Fund Board holds those shares in the capacity of an intermediary pursuant to or in accordance with the subsidiary legislation.
5. A corporation which is a member may appoint an authorised representative or representatives in accordance with section 179 of the Companies Act 1967 of Singapore to attend and vote for and on behalf of such corporation.
  6. A member can appoint the Chairperson of the Meeting as his/her/its proxy, but this is not mandatory.
  7. Where a member (whether individual or corporate) appoints the Chairperson of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstention from voting, in respect of the resolution in the form of proxy, and if there is no specific instruction as to voting or abstentions from voting in respect of the resolution in the form of proxy, the proxy(ies) will vote or abstain from voting at his/her/their discretion.
  8. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed under its common seal or signed on its behalf by an officer or attorney duly authorised in writing.
  9. Where an instrument appointing a proxy is signed on behalf of the appointor by the 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. The instrument appointing the proxy/ies must be submitted to the Company in the following manner:
    - (a) if submitted by post, be deposited at the office of the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
    - (b) if submitted electronically, be submitted via email to the Company’s Share Registrar at [srs.proxy@boardroomlimited.com](mailto:srs.proxy@boardroomlimited.com),in either case, by 4.00 p.m. on Saturday, 26 April 2025, being no later than 72 hours before the time fixed for the EGM, and in default the instrument of proxy shall not be treated as valid.
  11. A member who wishes to submit an instrument of proxy must first download, 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.
  12. Completion and return of this instrument appointing a proxy or proxies shall not preclude a member from attending and voting at the EGM. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the EGM in person, and in such event, the Company reserves the right to refuse the admission of any person or persons appointed under the instrument of proxy, to the EGM.
  13. The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition, in the case of shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if such member(s) are not shown to have shares entered against his/her/their name(s) in the Depository Register as at 72 hours before the time appointed for holding the EGM, 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 EGM dated Monday, 14 April 2025.