

# HRNETGROUP LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration Number: 201625854G)

## ANNUAL GENERAL MEETING PROXY FORM

### IMPORTANT:

1. The Annual General Meeting ("AGM" or "Meeting") is being convened 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 Order 2020.
2. A member will not be able to attend the AGM in person. Alternative arrangements relating to, the attendance of the AGM through electronic means, as well as conduct of the AGM and relevant guidance with full details are set out in the accompanying Company's Notice of AGM dated 11 April 2023, which has been uploaded together with this proxy form on SGXNet at the following URL <https://www.sgx.com/securities/company-announcements> and the Company's website at the following URL: <http://investor.hrnetgroup.com/>. Printed copies of the proxy form ("Proxy Form") will NOT be despatched to members.
3. An investor who holds shares under the Supplementary Retirement Scheme ("SRS Investors") and CPF investor who wishes to vote should approach their respective SRS Operators and CPF Agent banks to appoint the Chairman of the Meeting as their proxy, at least 7 working days before the Meeting.
4. This Proxy Form is not valid for the use by CPF and SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
5. Please read the notes overleaf which contain instructions on, inter alia, the appointment of Chairman of the AGM as a member's proxy to vote his/her/its behalf at the AGM.

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

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

being a member/members of **HRNETGROUP LIMITED** (the "Company"), hereby appoint

NAME	EMAIL ADDRESS <sup>^</sup>	*NRIC/PASSPORT NO.	PROPORTION OF SHAREHOLDINGS	
			NO. OF SHARES	%

and/or (delete as appropriate)

NAME	EMAIL ADDRESS <sup>^</sup>	*NRIC/PASSPORT NO.	PROPORTION OF SHAREHOLDINGS	
			NO. OF SHARES	%

or failing which, the Chairman of the Meeting as my/our\* proxy, to attend, speak or vote for me/us\* on my/our\* behalf at the Annual General Meeting ("AGM" or the "Meeting") of the Company to be held by electronic means via "live" audio-video or "live" audio-only feed ("Live Webcast/Live Audio Feed") on Wednesday, **26 April 2023 at 10.00 a.m.** (Singapore time) and at any adjournment thereof.

I/We\* direct my/our\* proxy/proxies\* to vote for, against or abstain the Resolutions proposed at the Annual General Meeting as indicated hereunder. If no specific direction as to voting is given, the appointment of Chairman of the AGM as proxy for that resolution will be treated as invalid at the AGM and at any adjournment thereof.

<sup>^</sup> Compulsory for registration purposes. Only valid email address provided in the submitted Proxy Form will receive a confirmation email from the Company.

\* Delete as appropriate

NO.	RESOLUTIONS RELATING TO:	FOR**	AGAINST**	ABSTAIN**
1.	Adoption of Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2022 together with the Auditors' Report			
2.	Declaration of a final tax exempt (one-tier) dividend of 1.87 Singapore cents per ordinary share			
3.	Approval of payment of additional Directors' fees of S\$40,000, including the issuance of the Remuneration Shares 2022, for the financial year ended 31 December 2022			
4.	Approval of payment of Directors' fees of S\$270,000, including the issuance of the Remuneration Shares 2023, for the financial year ended 31 December 2023, payable half yearly in arrears			
5.	Re-election of Mr Sim Yong Siang as Director			
6.	Re-election of Ms Heng Su-Ling, Mae as Director			
7.	Re-election of Mr Pong Chen Yih as Director			
8.	Re-election of Mr Sato Hiroshi as Director			
9.	Re-election of Mr Albert George Hector Ellis as Director			
10.	Re-appointment of Messrs Deloitte & Touche LLP as Auditors and authority to fix their remuneration			
11.	Authority to allot and issue shares and convertible securities			
12.	Proposed Renewal of the Share Purchase Mandate			

### NOTE

\* Delete accordingly

\*\* If you wish to abstain or exercise all your votes "For" or "Against", please tick (✓) within the box provided. Alternatively, please indicate number of votes as appropriate.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023

TOTAL NUMBER OF SHARES IN:	NO. OF SHARES
(a) CDP Register	
(b) Register of Members	

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

**IMPORTANT: PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS FORM**

**Notes:**

1. Each of the resolutions to be put to the vote of members at the AGM (at any adjournment thereof) will be voted on by way of poll.
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 have shares registered in your name in the Register of Members, 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 appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.
3. Members will not be able to attend the AGM in person. If a member (individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it may:
  - (a) (where such shareholders are individuals) vote "live" via electronic means at the AGM or (where such shareholders are individuals or corporates) appoint a proxy(ies) (other than the Chairman of the AGM)# to vote "live" via electronic means at the AGM on their behalf; or  
  
# For the avoidance of doubt, CPF and SRS Investors will not be able to appoint third party proxy(ies) (i.e. persons other than the Chairman of the AGM) to vote "live" at the AGM on their behalf.
  - (b) (where such shareholders are individuals or corporates) appoint the Chairman of the AGM as their proxy to vote on their behalf at the AGM.

In appointing the Chairman of the AGM as proxy, a member (individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment for that resolution will be treated as invalid.
4. A member of the Company who is not a Relevant Intermediary (as defined in Section 181 of the Companies Act 1967) is entitled to appoint not more than two proxies to attend and vote in his/her stead. A proxy need not be a member of the Company.
5. Where a member who is not a Relevant Intermediary appoints two proxies, the appointments shall be invalid unless he/she specifies the proportion of his/her shareholding to be represented by each proxy.
6. A member who is a Relevant Intermediary may appoint more than two proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member (which number and class of shares shall be specified).
7. Subject to paragraph (9) below, completion and return of this Proxy Form shall not preclude a member from attending and voting at the AGM. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the Live Webcast of the AGM in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under this Proxy Form to the AGM.
8. A member who wishes to submit the Proxy Form must first download, complete and sign the Proxy Form, before submitting it in the following manner:
  - (i) if submitted by post, to reach 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
  - (ii) if submitted electronically, be submitted via email to the Company's Share Registrar at [HRnetGroupAGM2023@boardroomlimited.com](mailto:HRnetGroupAGM2023@boardroomlimited.com).

in either case, not less than 72 hours before the time appointed for the holding of the AGM of the Company i.e. by 10.00 a.m. on 23 April 2023.

**Shareholders are strongly encouraged to submit completed proxy forms electronically via email to the Company's Share Registrar.**

9. The instrument appointing the Chairman of the Meeting as proxy must be under the hand of the appointor or of his attorney duly authorised in writing. Where such instrument is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised in writing. The dispensation of the use of the common seal pursuant to Section 41A, 41B and 41C of the Companies Act 1967 of Singapore effective from 31 March 2017 is applicable at this AGM.

Where this Proxy Form is signed or, as the case may be, authorised 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 this Proxy Form, failing which this Proxy Form may be treated as invalid.

**General:**

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 Shares are entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

**Personal Data Privacy:**

By submitting an instrument appointing the 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 11 April 2023.