

P5 CAPITAL HOLDINGS LTD.

(Company Registration No. 199806046G)
(Incorporated in the Republic of Singapore)

PROXY FORM

ANNUAL GENERAL MEETING

This proxy form has been made available on SGXNET on 14 September 2020. A printed copy of this proxy form will NOT be despatched to members of the Company.

IMPORTANT:

1. The Annual General Meeting ("AGM") is being convened, and will be held, by electronic means pursuant to First Schedule of 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 (the "Notice") will NOT be sent to members. Instead, the Notice will be sent to members of the Company by electronic means via publication on the SGXNET.
2. Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the AGM can be electronically accessed via "live" audio-visual webcast or "live" audio-only stream, submission of questions in advance of the AGM, addressing of substantial and relevant questions, are set out in the Company's announcement dated 14 September 2020, which has been uploaded together with the Notice on SGXNET on the same day.
3. Due to the current COVID-19 restriction orders in Singapore, members of the Company will not be able to attend the AGM in person. A member (whether individual or corporate) must appoint the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM.
4. CPF/SRS investors who wish to appoint the Chairman of the AGM as proxy should approach their respective SRS Operators to submit their votes by 9.30 a.m. on 18 September 2020.
5. Please read the notes to this Proxy Form.

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

being a *member/members of P5 CAPITAL HOLDINGS LTD. (the "**Company**"), hereby appoint the Chairman of the AGM of the Company as *my/our proxy to attend and vote for *me/us on *my/our behalf at the AGM to be held by electronic means on Tuesday, 29 September 2020 at 9.30 a.m. and at any adjournment thereof.

*I/We direct the Chairman of the AGM of the Company, being *my/our proxy to vote for or against and/or to abstain from voting on the resolutions to be proposed at the AGM as indicated hereunder. **In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the AGM as proxy for that resolution(s) will be treated as invalid.**

* Delete as appropriate

No.	ORDINARY RESOLUTIONS	No. of Votes FOR**	No. of Votes AGAINST**	No. of Votes ABSTAIN**
	Ordinary Business			
1	Adoption of Directors' Statement and Audited Financial Statements of the Company for the financial year ended 31 March 2020 and the Auditors' report thereon			
2	(a) Re-election of Mr Lim Shao-Lin as a Director of the Company			
	(b) Re-election of Mr Lim Kok Chai (Lin Guocai) as a Director of the Company			
	(c) Re-election of Mr Roger Daeson Khoo Kim Peng as a Director of the Company			
	(d) Re-election of Mr Lau Ping Sum Pearce as a Director of the Company			
	(e) Re-election of Mr Koh Beng Leong as a Director of the Company			
3	(a) Approval of Directors' fees for the financial year ended 31 March 2020			
	(b) Approval of Directors' fees for the financial year ending 31 March 2021			
4	Re-appointment of KPMG LLP as the Company's Auditors and to authorise the Directors of the Company to fix their remuneration			
	Special Business			
5	Authority for Directors to allot and issue shares and convertible securities pursuant to Section 161 of the Companies Act, Cap. 50 and Rule 806 of the Listing Manual – Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited			
6	To approve the adoption of the Proposed Share Buyback Mandate			

** Voting will be conducted by poll. If you wish to exercise all your votes "For" or "Against" the relevant resolution or to "Abstain" from voting on the relevant resolution in respect of all your votes, please tick (✓) within the relevant box provided. Alternatively, if you wish to exercise some and not all your votes "For" and "Against" the relevant resolution and/or to "Abstain" from voting in respect of the relevant resolution please indicate the number of votes "For", the number "Against" and/or the number "Abstain" in the boxes provided for the relevant resolution.

Dated this _____ day of _____ 2020

Signature(s) of Member(s)/Corporation's Common Seal

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

IMPORTANT: PLEASE READ NOTES OVERLEAF

Notes:

Due to the fast-evolving COVID-19 situation in Singapore, the Company may be required to change its AGM arrangements at short notice. The Company is taking the relevant steps in accordance with Part 4 of the COVID-19 (Temporary Measures) Act 2020. This proxy form has been made available on SGXNET. A printed copy of the proxy form will NOT be despatched to members.

1. If the member has Shares entered against his name in the Depository Register (maintained by The Central Depository (Pte) Limited), he should insert that number of Shares. If the member has Shares registered in his name in the Register of Members (maintained by or on behalf of the Company), he should insert that number of Shares. If the member has Shares entered against his name in the Depository Register and Shares registered in his name in the Register of Members, he should insert the aggregate number of Shares entered against his name in the Depository Register and registered in his name in the Register of Members. If the number of Shares is not inserted, this form of proxy ("**proxy form**") will be deemed to relate to all the Shares held by the member.
2. Due to the current COVID-19 restriction orders in Singapore, members of the Company will not be able to attend the AGM in person. A member of the Company (whether individual or corporate) must submit his/her/its proxy form appointing the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM. In appointing the Chairman of the AGM as proxy, a member of the Company (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.
3. This duly executed proxy form, together with the power of attorney or other authority (if any) under which it is signed, or duly certified copy thereof, must:
 - (a) if submitted by email, be received by M & C Services Private Limited at gpb@mncsingapore.com; or
 - (b) if submitted by post, be lodged at the office of the Company's Share Registrar, M & C Services Private Limited at 112 Robinson Road #05-01, Singapore 068902.

in either case, **by 9.30 a.m. on 27 September 2020** (being not less than forty-eight (48) hours before the time appointed for holding the AGM) (or at any adjournment thereof) and in default the instrument of proxy shall not be treated as valid.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members of the Company to submit completed proxy form by post, members of the Company are strongly encouraged to submit the completed proxy forms electronically via email.

4. The Chairman of the AGM, as proxy, need not be a member of the Company.
5. The instrument appointing the Chairman of the AGM as proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing Chairman of the AGM as proxy is executed by a corporation, it must be executed either under its common seal or signed by its attorney or officer duly authorised.
6. Where an instrument appointing the Chairman of the AGM 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.
7. For investors who hold Shares in the capital of the Company under CPF Investment Scheme ("**CPF Investors**") or Supplementary Retirement Scheme ("**SRS Investors**"), this proxy form is not valid for their use and shall be ineffective for all intents and purposes if used or purported to be used by them. SRS Investors who wish to appoint the Chairman of the AGM to act as their proxy should approach their respective CPF Agent Banks or SRS Operators to submit their voting instructions at least seven (7) working days before the AGM (i.e. by 9.30 a.m. on 18 September 2020) in order to allow sufficient time for their respective CPF Agent Banks or SRS Operators to in turn submit a proxy form to appoint the Chairman of the AGM to vote on their behalf by the cut-off date.
8. The Company shall be entitled to reject the instrument appointing the Chairman of the AGM as proxy 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 the Chairman of the AGM as proxy. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing the Chairman of the AGM as proxy 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 the holding of the AGM, as certified by The Central Depository (Pte) Limited to the Company.

Personal Data Privacy:

By submitting an instrument appointing the Chairman of the AGM as proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 14 September 2020.