

PROXY FORM ANNUAL GENERAL MEETING

IMPORTANT

- The Annual General Meeting of the Company will be held, in a wholly physical format, at 1 HarbourFront Avenue #13-03 Keppel Bay Tower Singapore 098632 on Monday, 31 July 2023 at 10.00 a.m.. There will be no option for shareholders to participate virtually.
- Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of a proxy(ies).
- 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 Central Provident Fund ("CPF") and Supplementary Retirement Scheme ("SRS") investors. CPF and SRS investors: (a) may vote at the Annual General Meeting if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or (b) may appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 19 July 2023.

PERSONAL DATA PRIVACY
 By submitting an instrument appointing a proxy(ies) and/or representative(s), the shareholder accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 16 July 2023.

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

being *a shareholder/shareholders of **VALLIANZ HOLDINGS LIMITED** (the "Company"), hereby appoint:

Name	Address	NRIC/ Passport No	Proportion of shareholdings represented by proxy (%)

*and/or (delete as appropriate)

Name	Address	NRIC/ Passport No	Proportion of shareholdings represented by proxy (%)

or failing which, the Chairman of the Annual General Meeting of the Company (the "AGM"), as *my/our *proxy/proxies to attend and vote for *me/us on *my/our behalf, at the AGM to be held at 1 HarbourFront Avenue #13-03 Keppel Bay Tower Singapore 098632 on Monday, 31 July 2023 at 10.00 a.m. and at any adjournment thereof.

I/We direct *my/our *proxy/proxies to vote for or against the Ordinary Resolutions to be proposed at the AGM as indicated hereunder. If no specific directions as to voting are given, the *proxy/proxies will vote or abstain from voting at *his/their discretion, as he/she/they will on any other matter arising at the AGM.

No.	Ordinary Resolutions	**For	**Against	**Abstain
1.	Adoption of Audited Financial Statements for the financial year ended 31 March 2023 together with the Directors' Statement and Independent Auditor's Report thereon.			
2.	Re-election of Director pursuant to Article 105. - Mr. Chong Chee Keong Chris			
3.	Appointment of Mr. Kevin Wong Chee Fatt as an Independent Non-Executive Director of the Company pursuant to Article 90.			
4.	Approval of the payment of Directors' fees of US\$ for the financial year ending 31 March 2024.			
5.	Re-appointment of Messrs CLA Global TS Public Accounting Corporation as Auditor of the Company and to authorise the Directors to fix their remuneration.			
6.	Renewal of Shareholders' Mandate for Interested Person Transactions with the RHC Group.			
7.	Renewal of Shareholders' Mandate for Interested Person Transactions with the HOL Group.			

Note:
 * Please delete accordingly
 ** Voting will be conducted by poll. If you wish your proxy/proxies to cast all your votes "For" or "Against" a resolution, please indicate with a (v) in the "For" or "Against" box provided in respect of that resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box provided in respect of that resolution. If you wish your proxy/proxies to abstain from voting on a resolution, please indicate with a (v) in the "Abstain" box provided in respect of that resolution. Alternatively, please indicate the number of shares your proxy/proxies is directed to abstain from voting in the "Abstain" box provided in respect of that resolution. In any other case, the proxy/proxies may vote or abstain as the proxy/proxies deem(s) fit on any of the above resolutions if no voting instruction is specified, and on any other matter arising at the AGM.

Dated this _____ day of July 2023

Total No. of shares held in	
(a) CDP Register	
(b) Register of Members	

 *Signature(s) of Shareholder(s)/
 Common Seal of Corporate shareholder
IMPORTANT: Please read notes overleaf

NOTES:

1. If the shareholder has shares entered against his name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), he should insert that number of shares. If the shareholder has shares registered in his name in the Register of Members of the Company, he should insert the number of shares. If the shareholder has shares entered against his name in the Depository Register and shares registered in his name in the Register of Members of the Company, he should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by the shareholder of the Company.
2. (a) A shareholder who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote at the AGM. Where such shareholder's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.
(a) A shareholder who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such shareholder. Where such shareholder's form of proxy 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.

"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967.

3. This Proxy Form is not valid for use by shareholder who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act 1967), including CPFIS members and/or SRS investors, and shall be ineffective for all intents and purposes if used or purported to be used by them. Such shareholder (including CPFIS members and/or SRS investors), if they wish to vote, should contact their respective relevant intermediaries as soon as possible to specify voting instructions. **CPFIS members and SRS investors should approach their respective CPF and/or SRS Approved Nominees at least seven working days before the AGM to specify voting instructions.**

A shareholder who wishes to appoint a proxy(ies) must complete the instrument appointing a proxy(ies), before submitting it in the manner set out below.

3. A proxy need not be a shareholder of the Company. A shareholder may choose to appoint the Chairman of the AGM as his/her/its proxy.
4. The instrument appointing a proxy(ies) must be deposited to the Company not less than 48 hours before the time appointed for holding the AGM in the following manner:
 - (a) Post or submit personally to the Share Registrar's office at 80 Robinson Road, #11-02, Singapore 068898; or
 - (b) Electronic mail to sg.is.proxy@sg.tricorglobal.com.
5. The instrument appointing a proxy(ies) must be signed under the hand of the appointor or of his/her attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.
6. A corporation which is a shareholder of the Company may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the Annual General Meeting, in accordance with its Constitution and Section 179 of the Companies Act 1967.
7. Completion and return of an instrument appointing a proxy(ies) shall not preclude a member from attending, speaking and voting in person at the AGM. Any appointment of a proxy(ies) shall be deemed to be revoked if a shareholder attends the AGM in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the AGM.
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.
9. In the case of a shareholder whose shares are entered against his/her name in the Depository Register, the Company may reject any instrument appointing the Chairman of the AGM as proxy lodged if such shareholder, being the appointor, is not shown to have shares entered against his/her name in the Depository Register as at 10.00 a.m. on 28 July 2023, as certified by The Central Depository (Pte) Limited to the Company.

PERSONAL DATA PRIVACY

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