

MEGROUP LTD.

(Company Registration No.: 201804996H)
(Incorporated in the Republic of Singapore)

PROXY FORM

(Please see notes overleaf before completing this Form)

IMPORTANT:

1. Alternative arrangements relating to, among others, attendance, submission of questions in advance and/or voting by proxy at the Annual General Meeting ("AGM") are set out in the Company's Notice of AGM dated 12 July 2022 announced on SGXNet on the same day. The Notice of AGM may also be accessed at the <https://www.sgx.com/securities/company-announcements>.
2. A member will not be able to attend the AGM in person. If a member (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it must appoint the Chairman of the Meeting as his/her/ its proxy to attend, speak and vote on his/her/its behalf at the AGM. In appointing the Chairman of the Meeting as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid.
3. For CPF, or SRS investors who wish to appoint the Chairman of the Meeting as their proxy, they should approach their CPF and/or SRS Approved Nominees to submit their votes at least seven (7) working days before the AGM (i.e., by 19 July 2022, 10.00 a.m.). This Proxy Form is not valid for use by CPF/SRS investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
4. By submitting an instrument appointing the Chairman of the Meeting as proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 12 July 2022.
5. Please read the notes to the Proxy Form.

I/We,* _____
NRIC/Passport/Registration No.* _____
of _____

being a member/members* of MeGroup Ltd. (the "**Company**"), hereby appoint:

the Chairman of the Meeting

as my/our* proxy to vote for me/us* on my/our* behalf at the Annual General Meeting ("**AGM**") of the Company to be held by way of electronic means on Thursday, 28 July 2022 at 10.00 a.m. and at any adjournment thereof.

*(Voting will be conducted by poll. If you wish the Chairman of the Meeting as your proxy to cast all your votes for or against a resolution to be proposed at the AGM, please indicate with a "✓" in the space provided under "**For**" or "**Against**". If you wish the Chairman of the Meeting as your proxy to abstain from voting on a resolution to be proposed at the AGM, please indicate with a "✓" in the space provided under "**Abstain**". Alternatively, please indicate the number of shares that the Chairman of the Meeting as your proxy is directed to vote "**For**", or "**Against**" or "**Abstain**". In the absence of specific directions, the appointment of Chairman of the Meeting as your proxy for that resolution will be treated as invalid.)*

NO.	RESOLUTIONS RELATING TO:	NO. OF VOTES FOR ⁽¹⁾	NO. OF VOTES AGAINST ⁽¹⁾	NO. OF VOTES ABSTAIN ⁽¹⁾
1.	Directors' Statement and Audited Financial Statements for the financial year ended 31 March 2022			
2.	Re-election of Mr Wong Cheong Chee as a Director			
3.	Re-election of Mr Benjamin Choo Chih Chien as a Director			
4.	Approval of Directors' fees of S\$138,750.00 for the financial year ended 31 March 2022			
5.	Re-appointment of Messrs Nexia TS Public Accounting Corporation as the Independent Auditor of the Company			
6.	Authority to allot and issue shares			
7.	Authority to allot and issue shares under the MeGroup Employee Share Option Scheme			
8.	Authority to allot and issue shares under the MeGroup Performance Share Plan			
9.	Renewal of Share Buyback Mandate			

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

Dated this _____ day of July 2022

Signature of Shareholder(s) or, Common Seal of Corporate Shareholder

* Delete where inapplicable

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

IMPORTANT: Please read the notes overleaf for this Proxy Form



Notes:

- (1) 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 Future Act 2001), you should insert that number of shares. If you have shares registered in your name in the Register of Members of the Company, you should insert that number of shares. If you have shares entered against your name in the Depository Register and registered in your name in the Register of Members, you should insert the aggregate number of shares. If no number of shares is inserted, this proxy form will be deemed to relate to all shares held by you.
- (2) A shareholder will not be able to vote through the live audio-visual webcast or live audio-only feed and voting is only through submission of proxy form. If a shareholder (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it must appoint Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the AGM. In appointing the Chairman of the Meeting as proxy, a shareholder (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in this proxy form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.
- (3) The Chairman of the Meeting, as a proxy, need not be a member of the Company.
- (4) The instrument appointing Chairman of the Meeting as proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised.
- (5) Where this instrument appointing Chairman of the Meeting as proxy is signed on behalf of the appointor by an attorney, the power of attorney or a notarially certified copy thereof (failing previous registration with the Company) must be lodged with this instrument of proxy, failing which this instrument of proxy may be treated as invalid.
- (6) The instrument appointing the Chairman of the Meeting as proxy, duly executed, must be submitted through any of the following means by **25 July 2022 at 10.00 a.m.**, which is not later than 72 hours before the time appointed for holding the AGM:
 - a) if sent personally or by post, be lodged at c/o In.Corp Corporate Services Pte. Ltd., 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712; or
 - b) if submitted by email, be received by the Company at shareregistry@incorp.asia.

In view of the current COVID-19 situation, shareholders are strongly encouraged to submit their completed proxy forms via email to shareregistry@incorp.asia.

- (7) The Company shall be entitled to reject the instrument appointing Chairman of the Meeting 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 Chairman of the Meeting 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 Meeting as proxy lodged if the shareholder being the appointor, is not shown to have shares entered against his/her/its name in the Depositor Register as at seventy-two (72) hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) to the Company.

Personal Data Privacy:

By submitting an instrument appointing the Chairman of the meeting as proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 12 July 2022.