

PROXY FORM

ANNUAL GENERAL MEETING

IMPORTANT

- Alternative arrangements relating to, among others, attendance, submission of questions in advance and/or voting by proxy at the annual general meeting (the "AGM") are set out in the Notice of AGM dated 14 July 2021.
- Where a shareholder (whether individual or corporate) appoints the Chairman of the AGM as his/her/its proxy, he/she/it 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.
- 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. CPF/SRS investors should contact their respective Agent Banks/SRS Operations if they have any queries regarding their appointment as proxies.

PERSONAL DATA PRIVACY

By submitting an instrument appointing the Chairman of the AGM as proxy, the shareholder accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 14 July 2021.

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

being *a shareholder/shareholders of **VALLIANZ HOLDINGS LIMITED** (the "Company"), hereby appoint the Chairman of the Annual General Meeting ("AGM") as *my/our proxy to vote for *me/us on *my/our behalf at the AGM of the Company to be held by way of electronic means on 29 July 2021 at 3.30 p.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 "v" 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 "v" 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 to abstain from voting. In the absence of specific directions, the appointment of the Chairman of the Meeting as your proxy will be treated as invalid.)

No.	Ordinary Resolutions	For	Against	Abstain
1.	Adoption of Audited Financial Statements for the financial year ended 31 March 2021 together with the Directors' Statement and Independent Auditor's Report thereon.			
2.	Re-election of Director pursuant to Article 105. – Sheikh AlTurki Abdulaziz Ali A			
3.	Re-election of Director pursuant to Article 105. – Mr. Bote de Vries			
4.	Approval of Mr. Bote de Vries's continued appointment as an Independent Director by shareholders (excluding the directors, chief executive officer and their associates), for purposes of Rule 406(3)(d)(iii)(B) of the Catalist Rules (which will take effect from 1 January 2022).			
5.	Approval of appointment of Mr. Poon Siew Loong as an Independent Director of the Company pursuant to Article 90.			
6.	Approval of the payment of Directors' fees of US\$202,000 for the financial year ending 31 March 2022.			
7.	Re-appointment of Messrs Nexia TS Public Accounting Corporation as Auditors of the Company and to authorise the Directors to fix their remuneration.			
8.	Authority to allot and issue shares pursuant to the Share Issue Mandate.			
9.	Renewal of Shareholders' Mandate for Interested Person Transactions with Rawabi Group.			
10.	Renewal of Shareholders' Mandate for Interested Person Transactions with Holmen Group.			

Note:

* Please delete accordingly

Dated this _____ day of July 2021.

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

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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, Chapter 289 of Singapore), 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. In accordance with the alternative arrangements under the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020, the AGM will be held by way of electronic means and shareholders of the Company will not be able to attend the AGM in person.
3. If a shareholder (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it 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. In appointing the Chairman of the AGM as proxy, a shareholder (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.
4. 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 (Chapter 50 of Singapore)), 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.**
5. The Chairman of the AGM, as a proxy, need not be a shareholder of the Company.

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AFFIX
STAMP

The Company Secretary
VALLIANZ HOLDINGS LIMITED
C/O Tricor Barbinder Share Registration Services
(A division of Tricor Singapore Pte. Ltd.)
80 Robinson Road
#11-02
Singapore 068898

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6. The instrument appointing the Chairman of the AGM as proxy must be under the hand of the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed under its common seal or under the hand of its attorney or duly authorised officer.
7. The instrument appointing proxy, together with the power of attorney or other authority (if any) under which it is signed, or notarially certified copy thereof, must be submitted to the Company via either the following means:
 - (a) post 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;by no later than 3.30 p.m. on 27 July 2021, 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 shareholders to submit completed proxy forms by post, shareholders are strongly encouraged to submit completed proxy forms via electronic mail.
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 3.30 p.m. on 26 July 2021, 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 shareholder accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 14 July 2021.

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