

ANNICA HOLDINGS LIMITED

(Company Registration No.: 198304025N)
(Incorporated in the Republic of Singapore)

PROXY FORM ANNUAL GENERAL MEETING (“AGM”)

IMPORTANT:

- For investors who have used their Central Provident Fund or Supplementary Retirement Scheme monies to buy Shares in the Company (the “**CPF Investors**” or “**SRS Investors**”), 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 them.
- CPF or SRS investors:
 - may attend and vote at the AGM 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
 - may appoint the Chairman of the meeting 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 at least seven (7) working days before the AGM to allow sufficient time for their respective relevant intermediaries to, in turn, submit a proxy form to appoint the Chairman of the meeting to vote on their behalf by the cut-off date at 10.00 a.m. (Singapore time) on 18 April 2025.

I/We* _____ (Name), _____ (NRIC/Passport No./Company Registration Number)

of _____ (Address)

being a member/members* of ANNICA HOLDINGS LIMITED (the “**Company**”) hereby appoint:

(a)

| Name | Address | Email Address | NRIC/Passport Number | Proportion of Shareholdings | |
|------|---------|---------------|----------------------|-----------------------------|---|
| | | | | No. of Shares | % |
| | | | | | |
| | | | | No. of Shares | % |
| | | | | | |

OR

(b) the Chairman of the Annual General Meeting (the “**AGM**”),

as my/our* proxy to vote for me/us* on my/our* behalf at the AGM to be held at Galangal Room, Level 4, Village Hotel Katong, 25 Marine Parade Road, Singapore 449536 on Tuesday, 29 April 2025 at 10.00 a.m. (Singapore time) and at any adjournment thereof.

I/We* direct my/our* proxy to vote for or against, or abstain from voting on, each of the Resolutions to be proposed at the AGM as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the AGM and at any adjournment thereof, the *proxy/proxies will vote or abstain from voting at *his/her/their discretion. Where the Chairman of the AGM is appointed as proxy and the absence of specific directions as to voting, the appointment of Chairman of the Meeting as your proxy for that resolution will be treated as invalid.

The resolution(s) put to the AGM will be decided by way of a poll.

Please indicate with a “√” in the space provided below to exercise your vote “For” or “Against”, or to “Abstain” from voting on, the Resolutions as set out in the Notice of AGM dated 11 April 2025. Alternatively, please indicate the number of shares in the capital of the Company (“**Shares**”) as appropriate.

| No. | Ordinary Business | Number of votes | | |
|-----|--|-----------------|---------|---------|
| | | For | Against | Abstain |
| 1. | Ordinary Resolution 1 To receive and adopt the audited financial statements of the Company for the financial year ended 31 December 2024, together with the Directors’ Statement and Independent Auditors’ Report thereon. | | | |
| 2. | Ordinary Resolution 2 To re-elect Mr. Robin Stevens, who is retiring by rotation pursuant to Regulation 95 of the Constitution, and who, being eligible, is offering himself for re-election, as a Director. | | | |
| 3. | Ordinary Resolution 3 To re-elect Mr. Lim In Chong who is retiring by rotation pursuant to Regulation 95 of the Constitution, and who, being eligible, is offering himself for re-election as a Director. | | | |
| 4. | Ordinary Resolution 4 To re-elect Ms. Randell Leong who is retiring by rotation pursuant to Regulation 94 of the Constitution, and who, being eligible, is offering herself for re-election as a Director. | | | |
| 5. | Ordinary Resolution 5 To approve the payment of Directors’ fees of S\$195,000 for the financial year ending 31 December 2025, to be paid quarterly in arrears (FY2024: S\$185,000). | | | |

IMPORTANT: PLEASE READ NOTES OVERLEAF



| No. | Special Business | Number of votes | | |
|-----|---|-----------------|---------|---------|
| | | For | Against | Abstain |
| 6. | Ordinary Resolution 6 To re-appoint PKF-CAP LLP as the Independent Auditor of the Company and to authorise the Directors to fix its remuneration. | | | |
| 7. | Ordinary Resolution 7 Authority to allot and issue shares and convertible securities in the capital of the Company. | | | |

** Please note that any short description given above of a particular Resolution to be passed does not in any way whatsoever reflect the intent and purpose of the Resolution. The short description has been inserted for convenience only. Shareholders are encouraged to refer to the Notice of AGM dated 11 April 2025 for the full purpose and intent of the Resolution to be passed.

Dated this _____ day of _____ 2025.

| Total no. of shares in | No. of shares |
|-------------------------|---------------|
| (a) in CDP Register | |
| (b) in Register Members | |

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

* Delete where inapplicable

NOTES FOR PROXY FORM

- For this AGM, members of the Company (including relevant intermediaries) may vote by way of this Proxy Form appointing their duly appointed proxy or proxies.
- Please insert the total number of Shares held by you: (a) 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; (b) if you have Shares registered in your name in the Register of Members of the Company, you should insert that number; (c) 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 of the numbers. If no number is inserted, this Proxy Form shall be deemed to relate to all the Shares held by you.
- Details of the steps for registration, submission of questions and voting at the AGM by Shareholders, including CPF and SRS investors, are set out in Appendix A to this announcement. In particular, CPF and SRS investors who wish to request their CPF Agent Banks or SRS Operators to appoint the Chairman of the meeting as their proxy in respect of their shares held by such CPF Agent Banks or SRS Operators should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 10.00 a.m. (Singapore time) on 18 April 2025 (i.e. seven (7) working days before the date and time set for the AGM).
- A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies. Where such member's instrument appointing a proxy(ies) appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.
- A member who is a relevant intermediary is entitled to appoint more than two (2) proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's instrument appointing a proxy(ies) 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 instrument.
- "Relevant intermediary" has the meaning ascribed to it in Section 181(6) of the Companies Act 1967 of Singapore.
- A proxy need not be a member of the Company.
- The instrument appointing a proxy must be signed under the hand of the appointor or of 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 its attorney or a duly authorised officer.
- A corporation which is a member 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 AGM, in accordance with Section 179 of the Companies Act 1967 of Singapore, the person so authorised shall upon production of a copy of such resolution certified by a director of the corporation to be a true copy, be entitled to exercise the powers on behalf of the corporation so represented as the corporation could exercise in person if it was an individual.
- The duly executed instrument appointing a proxy must be (a) emailed to the Company at main@zicoholdings.com or (b) sent by post to the office of the Company's share registrar, B.A.C.S. Private Limited at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, in any event not later than seventy-two (72) hours before the time set for the AGM.
- By submitting this Proxy Form, a member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 11 April 2025.
- The Company shall be entitled to reject this proxy form if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in this proxy form. In addition, in the case of Shares entered in the Depository Register, the Company may reject any proxy form lodged if the member, being the appointor, is not shown to have Shares entered against his/her/its name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the AGM (or at any adjournment thereof), as certified by The Central Depository (Pte) Limited to the Company.