

PROXY FORM

AGV GROUP LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number 201536566H)

IMPORTANT:

1. This Proxy Form is not valid for use by CPF investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
2. For investors who have used their CPF monies to buy the Company's shares, this Circular is forwarded to them at the request of their CPF Approved Nominees and is sent solely **FOR THEIR INFORMATION ONLY**.

REVISED PROXY FORM EXTRAORDINARY GENERAL MEETING

I/We, _____ (Name),

NRIC/Passport/Company Registration Number* _____ of _____

_____ (Address)

being a member/members of **AGV GROUP LIMITED** (the "Company"), hereby appoint the Chairman of the Extraordinary General Meeting (the "EGM") of the Company as *my/our *proxy/proxies to vote for *me/us on *my/our behalf at the EGM to be held by electronic means on Friday, 8 May 2020, at 10.00 a.m. and at any adjournment thereof. *I/We direct *my/our proxy to vote for or against or abstain from voting on the resolutions to be proposed at the EGM in the spaces provided hereunder.

In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the EGM as your proxy for that resolution will be treated as invalid.

* Delete where applicable

	ORDINARY RESOLUTION	Number of votes		
		For**	Against**	Abstain**
1.	To approve the Proposed Rights Issue			
2.	To approve the Potential Transfer of Controlling Interest to Chua Wei Kee			
3.	To approve the Potential Transfer of Controlling Interest to Ch'ng Ban Bee			
4.	To approve the Potential Transfer of Controlling Interest to GRW Capital Limited			

** If you wish to exercise all your votes "For", "Against" or "Abstain", please indicate your vote "For", "Against" or "Abstain" with "X" within the box provided. Alternatively, please indicate the number of votes as appropriate.

Dated this _____ day of _____ 2020.

Total Number of Shares in	Number of Shares
(a) CDP Register	
(b) Register of Members	

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

IMPORTANT: PLEASE READ NOTES ON THE REVERSE.

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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 Futures Act (Cap. 289) of Singapore), or any statutory modification thereof, as the case may be, you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares registered your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.
- (2) The instrument appointing a proxy must either be (a) submitted by mail to the registered office of the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place #32-01 Singapore Land Tower Singapore 048623; or (b) submitted by email to Srs.Proxy@boardroomlimited.com, not later than 72 hours before the time set for the meeting. **In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.**
- (3) The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies 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 of the corporation. The dispensation of the use of common seal pursuant to Sections 41A, 41B and 41C of the Companies Act (Cap. 50) of Singapore effective from 31 March 2017 is applicable at the EGM.
- (4) Where an instrument appointing a 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.
- (5) The Company shall be entitled to reject an instrument of proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the instrument of proxy. In addition, in the case of Shares entered in the Depository Register, the Company may reject an instrument of proxy if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time set for the EGM, as certified by The Central Depository (Pte) Limited to the Company.
- (6) A Depositor's name must appear in the Depository Register maintained by the Central Depository (Pte) Limited not less than 72 hours before the time appointed for the holding of the EGM in order for him to be entitled to vote at the EGM.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies)/and/or representative(s) to attend, speak or vote at the EGM and/or any adjournment thereof, a shareholder of the Company:

- (i) consents to the collection, use and disclosure of the Shareholder's personal data by the Company (or its agents or service providers) for the purpose of processing, administration and analysis of proxies and representatives appointed for the EGM (including adjournment thereof) and the preparation and compilation of the attendance lists, minute and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents or services providers) to comply with any applicable laws, Catalyst Rules, regulations and/or guidelines (collectively, the "Purposes");
- (ii) warrants that where the shareholder discloses the personal data of his proxy(ies) and/or representative(s) to the Company (or its agents or services providers), the shareholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and
- (iii) agrees that the Shareholder shall indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.

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AFFIX
STAMP
HERE

**BOARDROOM CORPORATE &
ADVISORY SERVICES PTE LTD**
50 Raffles Place
#32-01 Singapore Land Tower
Singapore 048623

Fold this flap to seal