

# PAN ASIAN HOLDINGS LIMITED

(Company Registration No.: 197902790N)  
(Incorporated in the Republic of Singapore)

## IMPORTANT:

1. Alternative arrangements relating to, among others, attendance, submission of questions in advance and/or voting at the annual general meeting are set out in the Annual Report.
2. An investor who holds shares under the Central Provident Fund Investment Scheme ("CPF Investor") and/or the Supplementary Retirement Scheme ("SRS Investor") who wishes to vote at the annual general meeting should approach their respective agent banks to submit their votes at least seven (7) working days before the date of the annual general meeting. CPF Investors and/or SRS Investors should contact their respective agent banks for any queries they may have with regard to appointment of the chairman of the annual general meeting as proxy for the meeting.
3. 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.

## Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 2 April 2022.

## PROXY FORM

\*I/We \_\_\_\_\_ (Name)  
of \_\_\_\_\_ (Address)

being a member/members of Pan Asian Holdings Limited (the "**Company**"), hereby appoint the **Chairman of the Meeting** as my/our proxy/proxies to vote for me/us on my/our behalf at the annual general meeting ("**AGM**" or the "**Meeting**") of the Company, to be held by electronic means on Monday, 25 April 2022 at 10:00 a.m. and at any adjournment thereof.

The proxy shall vote on the Resolutions set out in the Notice of AGM dated 2 April 2022 in accordance with my/our directions as indicated hereunder.

No.	Ordinary Resolutions	For#	Against#	Abstain#
1.	To adopt the Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2021.			
2.	To re-elect Mr Richard Koh Chye Heng as Director of the Company.			
3.	To re-elect Mr Lam Kwong Fai as Director of the Company.			
4.	To re-elect Ms Lim Xiu Fang, Vanessa as Director of the Company.			
5.	To approve the Directors' Fees for the financial year ending 31 December 2022.			
6.	To re-appoint RSM Chio Lim LLP as Auditors of the Company.			
7.	To authorise the Directors to issue shares and convertible securities.			

**Note:** \* Voting will be conducted by poll. If you wish to exercise all your votes "**For**" or "**Against**", please indicate with a tick (✓) in the "For" or "Against" box. Alternatively, please indicate the number of votes "For" or "Against" as appropriate in each resolution. If you wish to "Abstain" from voting on a resolution, please indicate with a tick (✓) in the "Abstain" box. Alternatively, please indicate the number of shares which you wish to abstain from voting. In the absence of directions in respect of a specific resolution, the appointment of Chairman of the Meeting as your proxy for that specific resolution will be treated as invalid.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2022

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

\_\_\_\_\_  
Signature(s) of individual Shareholder/  
Common Seal of Corporate Shareholders

## IMPORTANT: PLEASE READ NOTES OVERLEAF

\* Delete where applicable.

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 2001 ("SFA")), 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 the shares held by you.
2. Pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (as amended from time to time), the AGM will be held by way of electronic means and members of the Company will NOT be allowed to attend the AGM in person.
3. If a member of the Company (whether individual or corporate) wishes to exercise his/her/its voting rights at AGM, he/she/it must appoint the 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, such member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in this Proxy Form, failing which the appointment will be treated as invalid.
4. The Chairman of the Meeting, as proxy, need not be a member of the Company.
5. Shareholders will not be able to ask questions during the live audio-visual webcast of the AGM proceedings. Therefore, it is important for shareholders to pre-register and submit their questions in advance of the AGM. All questions must be submitted by no later than 5:00 p.m. on 13 April 2022 in the following manners:
  - (a) via the following email address at [IR@Panasian.com.sg](mailto:IR@Panasian.com.sg), with your full name, number of shares held and manner in which you hold shares (via CDP, CPF or SRS); or
  - (b) in hard copy by sending personally or by post and lodging the same at the office of the Company's Share Registrar, B.A.C.S. Private Limited, 77 Robinson Road, #06-03 Robinson 77, Singapore 068896.

To ensure that questions are received by the Company by the stipulated deadline, members and Supplementary Retirement Scheme ("SRS") investors are strongly encouraged to submit questions by email. The Company will endeavour to address all substantial and relevant questions relating to the resolutions to be tabled at the AGM, at least seventy-two (72) hours prior to the closing date and time for the lodgement of the proxy forms, i.e. on or before 10.00 a.m. of 19 April 2022 on SGXNET and on our corporate website.

Investors holding shares through relevant intermediaries (as defined in Section 181 of the Act (other than SRS investors)) will not be able to submit questions relating to the business of the AGM via the above manner. Instead, they should approach their relevant intermediaries as soon as possible in order for the relevant intermediaries to make necessary arrangements for them to submit questions in advance of the AGM.

We will also publish minutes of the AGM including responses from management and Board of Directors on our corporate website (<http://www.panasian.com.sg/investors-media-menu/shareholders-meetings>) and on SGXNet website within 1 month after the AGM date.

6. This Proxy Form must be submitted:
  - a. if sent personally or by post, be lodged at the office of the Company's Share Registrar, B.A.C.S. Private Limited, 77 Robinson Road, #06-03 Robinson 77, Singapore 068896; or
  - b. if submitted by email, be received by [main@zicoholdings.com](mailto:main@zicoholdings.com)

in each case, no later than 10:00 a.m. on 22 April 2022, and failing which, this Proxy Form will 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 members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.**

7. A member of the Company who holds his/her shares through a Relevant Intermediary\* (including CPFIS Members or SRS investors) and who wish to exercise his/her votes by appointing the Chairman of the Meeting as proxy should approach his/her Relevant Intermediary (including his/her CPF Agent Bank or SRS Approved Bank) to submit his/her voting instructions at least seven (7) working days prior to the date of the AGM.
8. This proxy form must be under the hand of the appointor or of his attorney duly authorised in writing. Where this proxy form is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.
9. Where this proxy form 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 this proxy form, failing which this proxy form shall be treated as invalid.
10. The Company shall be entitled to reject a proxy form which 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 proxy form. In addition, in the case of shares entered in the Depository Register, the Company may reject a proxy form 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 appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company. In view of Section 81SJ(4) of the SFA, a depositor shall not be regarded as a member of the Company entitled to attend the AGM and to speak and vote thereat unless his/her name appears in the Depository Register maintained by the CDP at least 72 hours before the AGM. Any Shareholder who is holding his/her shares via the CDP but whose name is not registered with the CDP 72 hours before the AGM will not be entitled to attend at the AGM. Accordingly, even if such shareholder deposits his proxy form 72 hours before the AGM, he will not be entitled to attend at the AGM.
11. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative with respect to the AGM, in accordance with Section 179 of the Companies Act 1967 and 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 were an individual.
12. A member of the Company who holds his/her shares through a Relevant Intermediary\* (including CPFIS Members or SRS investors) and who wish to exercise his/her votes by appointing the Chairman of the Meeting as proxy should approach his/her Relevant Intermediary (including his/her CPF Agent Bank or SRS Approved Bank) to submit his/her voting instructions at least seven (7) working days prior to the date of the AGM.

\*A Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act 1970 or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or
  - (b) a person holding a capital markets services licence to provide custodial services under the Securities and Futures Act 2001 and who holds shares in that capacity; or
  - (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Central Provident Fund Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
13. By submitting this proxy form, a member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 2 April 2022.