

# PROXY FORM



## DBS GROUP HOLDINGS LTD

(Incorporated in the Republic of Singapore)  
Company Registration No.: 199901152M

### IMPORTANT:

- The Annual General Meeting ("AGM") will be held, in a wholly physical format, at Marina Bay Sands Expo and Convention Centre, Level 4, Roselle and Simpor Ballrooms, 10 Bayfront Avenue, Singapore 018956 on Thursday, 28 March 2024 at 2.00 p.m.. **There will be no option for shareholders to participate virtually.**
- Please read the notes overleaf which contain instructions on, inter alia, the appointment of a proxy(ies).
- 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 CPF and SRS investors.
- CPF and SRS investors:
  - may 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 by 5.00 p.m. on 18 March 2024.
- 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 AGM dated 6 March 2024.

## Annual General Meeting

\*I/ We \_\_\_\_\_ (\*NRIC/ Passport/ Co. Reg. No. \_\_\_\_\_)  
of \_\_\_\_\_  
being a \*member/ members of DBS Group Holdings Ltd (the "Company") hereby appoint:

| Name | Address | NRIC/ Passport Number | Proportion of Shareholdings (%) |
|------|---------|-----------------------|---------------------------------|
|      |         |                       |                                 |

\*and/ or

|  |  |  |  |
|--|--|--|--|
|  |  |  |  |
|--|--|--|--|

as \*my/ our proxy/ proxies to attend, speak and vote for \*me/ us and on \*my/ our behalf at the 25<sup>th</sup> AGM of the Company to be held at **Marina Bay Sands Expo and Convention Centre, Level 4, Roselle and Simpor Ballrooms, 10 Bayfront Avenue, Singapore 018956** on **Thursday, 28 March 2024** at **2.00 p.m.** and at any adjournment thereof in the following manner:

| No.                     | Ordinary Resolutions                                                                                            | For | Against | Abstain |
|-------------------------|-----------------------------------------------------------------------------------------------------------------|-----|---------|---------|
| <b>Routine Business</b> |                                                                                                                 |     |         |         |
| 1                       | Adoption of Directors' Statement, Audited Financial Statements and Auditor's Report                             |     |         |         |
| 2                       | Declaration of Final Dividend on Ordinary Shares                                                                |     |         |         |
| 3                       | Approval of proposed non-executive Directors' remuneration of SGD 4,790,622 for FY2023                          |     |         |         |
| 4                       | Re-appointment of PricewaterhouseCoopers LLP as Auditor and authorisation for Directors to fix its remuneration |     |         |         |
| 5                       | Re-election of Mr Piyush Gupta as a Director retiring under Article 99                                          |     |         |         |
| 6                       | Re-election of Mr Chng Kai Fong as a Director retiring under Article 99                                         |     |         |         |
| 7                       | Re-election of Ms Judy Lee as a Director retiring under Article 99                                              |     |         |         |
| 8                       | Re-election of Mr David Ho Hing-Yuen as a Director retiring under Article 105                                   |     |         |         |
| <b>Special Business</b> |                                                                                                                 |     |         |         |
| 9                       | General authority to issue shares and to make or grant convertible instruments subject to limits                |     |         |         |
| 10                      | Authority to issue shares pursuant to the DBSH Scrip Dividend Scheme                                            |     |         |         |
| 11                      | Approval of the proposed renewal of the Share Purchase Mandate                                                  |     |         |         |

If you wish your proxy/ proxies to cast all your votes **For** or **Against** a resolution, please tick with "✓" in the **For** or **Against** box provided in respect of that resolution. Alternatively, please indicate the number of votes **For** or **Against** in the **For** or **Against** box provided in respect of that resolution. If you wish your proxy/ proxies to **Abstain** from voting on a resolution, please tick with "✓" in the **Abstain** box provided in respect of that resolution. Alternatively, please indicate the number of shares that your proxy/ proxies is/ are directed to **Abstain** from voting in the **Abstain** box provided in respect of that resolution. **In any other case, the proxy/ proxies may vote or abstain as the proxy/ proxies deem(s) fit on any of the above resolutions if no voting instruction is specified, and on any other matter arising at the AGM.**

Voting will be conducted by poll.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2024.

No. of Ordinary Shares held

Signature or Common Seal of Member(s)

Contact number/ email address of Member(s)

**IMPORTANT: PLEASE READ NOTES OVERLEAF.**  
\* delete as appropriate

**Notes:**

- (1) Please insert the total number of ordinary shares ("Ordinary Shares") held by you. If you have Ordinary Shares entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number of Ordinary Shares. If you have Ordinary Shares registered in your name in the Register of Members (maintained by or on behalf of the Company), you should insert that number of Ordinary Shares. If you have Ordinary Shares entered against your name in both the Depository Register and Ordinary Shares registered in your name in the Register of Members, you should insert the aggregate number of Ordinary Shares.
- (2) (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the AGM. Where such member's instrument appointing a proxy(ies) appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.  
(b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the AGM, 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 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 of the Companies Act 1967.  
A member who wishes to appoint a proxy(ies) must complete the instrument appointing a proxy(ies), before submitting it in the manner set out below.
- (3) A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the Meeting as his/ her/ its proxy.
- (4) The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:  
(a) if submitted personally or by post, be lodged with the Company's Polling Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or  
(b) if submitted electronically, be submitted via email to the Company's Polling Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at [DBSAGM2024@boardroomlimited.com](mailto:DBSAGM2024@boardroomlimited.com), and in each case, must be lodged or received (as the case may be), by 2.00 p.m. on 25 March 2024, being 72 hours before the time appointed for holding the AGM.
- (5) Completion and submission of the instrument appointing a proxy(ies) by a member will not prevent him/ her from attending, speaking and voting at the AGM if he/ she so wishes. The appointment of the proxy(ies) for the AGM will be deemed to be revoked if the member attends the AGM in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the AGM.
- (6) The instrument appointing a proxy(ies) must be under the hand of the appointer or of his/ her attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.
- (7) A corporation which is a member may, in accordance with Section 179 of the Companies Act 1967, authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the AGM.
- (8) The Company shall be entitled to reject the instrument appointing a proxy(ies) if it is incomplete, improperly completed, illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in the instrument appointing a proxy(ies) (including any related attachment). In addition, in the case of members whose Ordinary Shares are entered against their names in the Depository Register, the Company may reject any instrument appointing a proxy(ies) if such members are not shown to have Ordinary Shares entered against their names 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.
- (9) For purposes of the appointment of a proxy(ies) and/ or representative(s), the member(s)' full name and CDP account number (if applicable) and the proxy(ies)' or representative(s)' full name and full NRIC/ passport number will be required for verification purposes, and the proxy(ies)' or representative(s)' NRIC/ passport will need to be produced for sighting upon registration at the AGM. This is so as to ensure that only duly appointed proxy(ies)/ representative(s) attend, speak and vote at the AGM. The Company reserves the right to refuse admittance to the AGM if the proxy(ies)' or representative(s)' identity cannot be verified accurately.

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**DBS GROUP HOLDINGS LTD  
C/O BOARDROOM CORPORATE & ADVISORY SERVICES PTE. LTD.  
1 HARBOURFRONT AVENUE, #14-07 KEPPEL BAY TOWER  
SINGAPORE 098632**

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