

GOLDEN ENERGY AND RESOURCES LIMITED

(Company Registration No. 199508589E)
(Incorporated in the Republic of Singapore)

PROXY FORM

IMPORTANT	<p>1. The Annual General Meeting (“AGM” or the “Meeting”) of Golden Energy and Resources Limited is being convened, and will be held, by way of electronic means 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. Printed copies of the Notice of AGM, Proxy Form, the Summary Independent Qualified Person’s Reports, Appendix in relation to the Proposed Renewal of the Sinar Mas IPT Mandate and Annual Report for the financial year ended 31 December 2020 (“Annual Report FY2020”) (“Documents”) will NOT be sent to members of the Company. Instead, the Documents will be sent to members by electronic means via publication on our corporate website at the URL: http://investor.gear.com.sg/ar.html and on the SGX website at the URL: https://www.sgx.com/securities/company-announcements.</p> <p>2. Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of AGM in advance of the Meeting, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman of the Meeting as proxy at the AGM, are set out in accompanying Company’s announcement dated 14 April 2021 in relation to the Conduct and Proceedings of the Company’s AGM on Thursday, 29 April 2021 at 4.30 p.m. This announcement may be accessed at the Company’s website at http://investor.gear.com.sg/ar.html and will also be made available at the SGX website at https://www.sgx.com/securities/company-announcements.</p> <p>3. To minimise physical interactions and COVID-19 transmission risks, a member will NOT be able to attend the AGM in person. A member (whether individual or corporate) 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 if such member wishes to exercise his/her/its voting rights at the AGM. A copy of the Proxy Form for the AGM may also be accessed at the Company’s website at http://investor.gear.com.sg/ar.html, and on the SGX website at https://www.sgx.com/securities/company-announcements.</p> <p>4. This Proxy Form is not valid for use by such CPF or SRS investors and shall be ineffective for all intents and purposes if used or purported to be used by them. CPF or SRS investors who wish to appoint the Chairman of the AGM as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 19 April 2021.</p> <p>5. By submitting this Proxy Form, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 14 April 2021.</p> <p>6. Please read the notes overleaf which contain instructions on, inter alia, the appointment of the Chairman of the AGM as a member’s proxy to attend, speak and vote on his/her/its behalf at the AGM.</p>
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*I/We _____ (Name) NRIC/Passport/Co. Reg. No. _____

of _____ (Address)

being a *member/members of **GOLDEN ENERGY AND RESOURCES LIMITED** (the “Company”) hereby appoint the **Chairman of the Annual General Meeting** as *my/our proxy to attend, speak and vote or abstain for *me/us on *my/our behalf at the Annual General Meeting (“AGM”) of the Company to be convened and held by way of electronic means on Thursday, 29 April 2021 at 4.30 p.m. and at any adjournment thereof in the following manner:

*(Please indicate with an “✓” in the spaces provided whether you wish your vote(s) to be cast for or against or abstain from voting on the Resolutions as set out in the Notice of AGM. 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 appointment of the Chairman of AGM as *my/our proxy will be treated as invalid)*

No.	Ordinary Resolutions	For**	Against**	Abstain**
	Ordinary Business			
1.	Adoption of Directors’ Statement and Audited Financial Statements for the financial year ended 31 December 2020 together with the Independent Auditor’s Report thereon			
2.	Re-election of Mr. Dwi Prasetyo Suseno as a Director			
3.	Re-election of Mr. Lim Yu Neng Paul as a Director			
4.	Re-election of Mr. Mark Zhou You Chuan as a Director			
5.	Approval of Directors’ fees amounting to S\$348,000.00 for the year ending 31 December 2021			
6.	Re-appointment of Ernst & Young LLP as Auditors			
	Special Business			
7.	Authority to issue new shares			
8.	Proposed renewal of the Sinar Mas IPT Mandate for Interested Person Transactions			
9.	Approval for the continued appointment of Mr. Lim Yu Neng Paul, as an Independent Director, for purposes of Rule 210(5)(d)(iii)(A) of the Listing Manual of the SGX-ST (which will take effect from 1 January 2022)			
10.	Approval for the continued appointment of Mr. Lim Yu Neng Paul, as an Independent Director, for purposes of Rule 210(5)(d)(iii)(B) of the Listing Manual of the SGX-ST (which will take effect from 1 January 2022)			

* Delete where inapplicable

** If you wish to exercise all your votes “For” or “Against”, please 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 tick (✓) in the “Abstain” box. Alternatively, please indicate the number of shares which you wish to abstain from voting.

Dated this _____ day of _____ 2021.

	Total number of Shares in:
(a) CDP Register	
(b) Register of Members	

Signature of Shareholder(s)
or, Common Seal of Corporate Shareholder

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, Chapter 289 of Singapore), 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 entered against 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 the chairman as proxy shall be deemed to relate to all the shares held by you.
2. To minimise physical interactions and COVID-19 transmission risks, a member will **NOT** be able to attend the AGM in person. A member (whether individual or corporate) **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 if such member wishes to exercise his/her/its voting rights at the AGM. The accompanying Proxy Form may be accessed at the Company's website at the URL: <http://investor.gear.com.sg/ar.html> and will also be made available at URL: <https://complete-corp.com/gear-agm/> and on the SGX website at the URL: <https://www.sgx.com/securities/company-announcements>.

Persons who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act, Cap. 50) should contact their relevant intermediaries through which they hold such shares as soon as possible in order for the necessary arrangements to be made for their participation in the AGM. CPF or SRS investors who wish to appoint the Chairman of the AGM as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 19 April 2021.

3. The Chairman of the AGM, as proxy, need not be a member of the Company.
4. The instrument appointing the Chairman of the AGM as proxy must be submitted in the following manner:
 - a. if submitted by post, be deposited at the office of the Company's appointed polling agent, Complete Corporate Services Pte. Ltd. ("**CCS**"), at 10 Anson Road #29-07 International Plaza, Singapore 079903; or
 - b. if submitted electronically, via email to CCS at gear-agm@complete-corp.com.

in either case, by 4.30 p.m. on 26 April 2021 (being not less than seventy-two (72) hours before the time appointed for holding the AGM).

A member who wishes to submit an instrument of proxy by using abovementioned (4)(a) or (4)(b) must first download, print, complete and sign the Proxy Form, before scanning and submitting it to the email address or posting to the office address provided above.

To minimise physical interactions and COVID-19 transmission risks, Shareholders of the Company are strongly encouraged to submit completed proxy forms electronically via email.

5. The instrument appointing the Chairman of the AGM as proxy must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing the Chairman of the AGM as proxy is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where an instrument appointing the Chairman of the AGM as 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.
6. 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 at the AGM, in accordance with Section 179 of the Companies Act (Chapter 50) of Singapore.
7. The Company shall be entitled to reject the instrument appointing a proxy or proxies 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 a proxy or proxies. In addition, in the case of shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company.

Personal Data Privacy

By submitting an instrument appointing the Chairman of the meeting as a proxy to vote at the Meeting and/or any adjournment thereof, a member of the Company accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 14 April 2021.