

PROXY FORM



UNITED OVERSEAS INSURANCE LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 197100152R)

IMPORTANT:

1. This proxy form is not valid for use by CPF/SRS investors who have purchased UOI shares with CPF/SRS monies. CPF/SRS investors should contact their respective Agent Bank/SRS Operators if they have any query regarding their appointment as proxies.
2. By submitting an instrument appointing a proxy(ies) and/or representative(s), a member accepts and agrees to the personal data privacy terms set out in the Notice of Extraordinary General Meeting dated 22 January 2020.
3. Refreshment: Coffee and tea will be available after the Extraordinary General Meeting. No lunch will be served.

PROXY FORM

(Please see notes overleaf before completing this Form)

I/We, _____ (Name) _____ (NRIC/Passport/Co.Reg.No)

of _____ (Address)

being *a member/members of United Overseas Insurance Limited (the "Company" or "UOI"), hereby appoint:

Name	Address	NRIC/Passport Number	Proportion of Shareholdings	
			Number of Ordinary Shares	%

*and/or

Name	Address	NRIC/Passport Number	Proportion of Shareholdings	
			Number of Ordinary Shares	%

* Please delete as appropriate

*or failing him/them, the Chairman of the Meeting as *my/our *proxy/proxies to attend, speak and vote for *me/us on *my/our behalf at the Extraordinary General Meeting ("EGM") of the Company to be held at UOB Penthouse, 80 Raffles Place, 62nd Storey, UOB Plaza 1, Singapore 048624 on Tuesday, 18 February 2020 at 11.00 a.m. and at any adjournment thereof.

The Chairman of the Meeting intends to cast undirected proxy votes in favour of the proposed resolution. Where the Chairman of the Meeting is appointed as *my/our *proxy/proxies, *I/we acknowledge that the Chairman of the Meeting may exercise *my/our proxy/proxies even if he has an interest in the outcome of the resolution.

*I/We direct *my/our *proxy/proxies to vote for, against and/or to abstain from voting on the Ordinary Resolution to be proposed at the EGM as indicated hereunder. If no specific direction as to voting is given, the *proxy/proxies may vote or abstain from voting at *his/their discretion, and on any other matter arising at the EGM and at any adjournment thereof.

	Number of Votes For**	Number of Votes Against**	Number of Votes Abstaining**
Ordinary Resolution To approve the Proposed Acquisition			

* Delete where applicable.

** Voting will be conducted by poll. If you wish to exercise all your votes "For" or "Against" the resolution or to abstain from voting on the resolution in respect of all your votes, please tick (✓) within the relevant box provided. Alternatively, if you wish to exercise some and not all of your votes "For" and "Against" the resolution and/or to abstain from voting in respect of the resolution, please indicate the number of votes "For", the number "Against" and/or the number "Abstaining" in the boxes provided for the resolution. For the avoidance of doubt, if you are required under Rule 919 of the Listing Manual to abstain from voting on the resolution, you must abstain in respect of all (and not some only) of your votes.

Dated this _____ day of _____ 2020.

Shares in:	No. of Shares
(i) Depository Register	
(ii) Register of Members	
Total (see Note 1):	

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

IMPORTANT: PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS FORM

Notes to proxy form:

1. If the member has shares entered against his name in the Depository Register (maintained by The Central Depository (Pte) Limited ("**CDP**")), he should insert that number of shares. If the member has shares registered against his name in the Register of Members (maintained by or on behalf of the Company), he should insert that number of shares. If the member has shares entered against his name in the Depository Register and shares registered in his name in the Register of Members, he should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by the member.
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 EGM. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy, failing which, the appointment shall be invalid.
(b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the EGM, 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 form of proxy 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 form of proxy, failing which, the appointment shall be invalid.
"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act, Chapter 50 of Singapore (the "**Act**").
3. A proxy need not be a member of the Company.
4. The instrument appointing a proxy or proxies must be deposited at 80 Raffles Place, #04-20, UOB Plaza 2, Singapore 048624 (Attention: The Company Secretary) not less than 72 hours before the time appointed for holding the EGM.

5. Completion and return of this instrument appointing a proxy or proxies shall not preclude a member from attending and voting at the EGM. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the EGM in person and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy to the EGM.
6. 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.
7. Where an instrument appointing a proxy or proxies 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.
8. A corporation which is a member may authorise by a resolution of its directors or other governing body, such person as it thinks fit to act as its representative at the EGM, in accordance with its Constitution and Section 179 of the Act.
9. The Company shall be entitled to reject an instrument appointing a proxy or proxies 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 instrument (including any related attachment). In addition, in the case of a member whose shares are entered in the Depository Register, the Company may reject an instrument appointing a proxy or proxies 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 EGM, as certified by the CDP to the Company.
10. Any alteration made in this instrument appointing a proxy or proxies must be initialled by the person who signs it.
11. By submitting this Proxy Form appointing a proxy or proxies, the member accepts and agrees to the personal data privacy terms set out in the Notice of EGM.

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**BUSINESS REPLY SERVICE
PERMIT NO. 07399**



The Company Secretary
United Overseas Insurance Limited
80 Raffles Place, #04-20, UOB Plaza 2
Singapore 048624

Postage will be
paid by
addressee.
For posting in
Singapore only.

3rd fold.
Fold and glue overleaf. Do not staple.