

# YHI INTERNATIONAL LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration No. 200007455H)

## PROXY FORM

(Please see notes overleaf before completing this Proxy Form)

### IMPORTANT:

1. The Annual General Meeting ("AGM") 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.
2. The Notice of AGM is also accessible (a) via publication on the Company's website at the URL [www.yhigroup.com/investor/aggm2022](http://www.yhigroup.com/investor/aggm2022); and (b) via publication on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
3. 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 the Meeting in advance of the AGM, 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 the accompanying Company's announcement dated 7 April 2022. This announcement may be accessed at the Company's website at the [www.yhigroup.com/investor/aggm2022](http://www.yhigroup.com/investor/aggm2022), and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
4. Due to the current COVID-19 advisories issued by the relevant authorities in Singapore and the related safe distancing measures in Singapore, the AGM will be held by electronic means and a member will not be able to attend the AGM in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting 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. Notwithstanding that a member is unable to vote in person, a member may attend the AGM in the manner as set out in the accompanying Company's announcement dated 7 April 2022.
5. CPF or SRS investors, including persons who hold Shares through relevant intermediaries (as defined in Section 181 of the Companies Act 1967), who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **Monday, 18 April 2022** (that is, at least seven (7) working days before the date of the AGM).
6. By submitting this proxy form, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 7 April 2022.
7. 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.

I/We\*,..... (name).....(NRIC/Passport No.) of .....(address) being a member/members\* of YHI International Limited (the "**Company**"), hereby appoint the Chairman of the Annual General Meeting of the Company ("**AGM**") as my/our proxy/proxies to attend and vote for me/us on my/our\* behalf at the AGM to be convened and held by way of electronic means on **Thursday, 28 April 2022 at 10:00 a.m.** and at any adjournment thereof in the following manner:

No.	Resolutions relating to:	For	Against	Abstain
1.	Directors' Statement and Audited Financial Statements of the Company for the financial year ended 31 December 2021 together with the Auditors' Report thereon (Ordinary Resolution)			
2.	Payment of proposed first and final tax-exempt dividend of 3.60 Singapore cents per ordinary share for the financial year ended 31 December 2021 (Ordinary Resolution)			
3.	Re-election of Mr Tay Tian Hoe, Richard as Director of the Company pursuant to Regulation 89 of the Company's Constitution (Ordinary Resolution)			
4.	Re-election of Mr Hong Pian Tee as Director of the Company pursuant to Regulation 88 of the Company's Constitution (Ordinary Resolution)			
5.	Re-election of Mr Ong Kian Min as Director of the Company pursuant to Regulation 88 of the Company's Constitution (Ordinary Resolution)			
6.	Re-election of Ms Gn Jong Yuh Gwendolyn as Director of the Company pursuant to Regulation 88 of the Company's Constitution (Ordinary Resolution)			
7.	Approval of Directors' fees amounting to S\$185,416.67 for the financial year ended 31 December 2021 (2020: S\$145,000.00) (Ordinary Resolution)			
8.	Re-appointment of PricewaterhouseCoopers LLP, Certified Public Accountants as the Company's Auditors and to authorise the Directors to fix their remuneration (Ordinary Resolution)			
9.	Authority to allot and issue shares in the capital of the Company – Share Issue Mandate (Ordinary Resolution)			
10.	Authority to allot and issue Shares under the 2021 YHI Share Option Scheme			
11.	The Proposed Renewal of the Share Buy-Back Mandate (Ordinary Resolution)			

\*Delete as appropriate

If you wish to appoint the Chairman of the Meeting as your proxy to cast all your votes "For" or "Against" a resolution, please indicate with a tick [ ✓ ] within the box provided in respect of that resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box in respect of that resolution. If you wish to appoint the Chairman of the AGM as your proxy to abstain from voting on a resolution, please indicate with a tick [ ✓ ] in the "Abstain" box in respect of that resolution. Alternatively, please indicate the number of shares that the Chairman of the AGM, as your proxy, is directed to abstain from voting in the "Abstain" box in respect of that resolution. **In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the AGM as your proxy for that resolution will be treated as invalid.**

Dated this ..... day of ..... 2022

<b>Total Number of Shares Held</b>

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

**IMPORTANT: PLEASE READ THE NOTES BELOW BEFORE COMPLETING THIS PROXY FORM.**

**NOTES:**

1. Printed copies of this Notice of Annual General Meeting ("**Notice of AGM**"), Proxy Form and annual report for the financial year ended 31 December 2021 (the "**FY2021 Annual Report**") and the letter to shareholders dated 7 April 2022 ("**Letter to Shareholders**") will not be sent to members. The Notice of AGM, Proxy Form, FY2021 Annual Report and the Letter to Shareholders may be accessed at the Company's website at the URL [www.yhigroup.com/investor/agm2022](http://www.yhigroup.com/investor/agm2022). This Notice of AGM, Proxy Form, FY2021 Annual Report and the Letter to Shareholders are also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.
2. Alternative arrangements relating to attendance at the AGM of the Company via electronic means (including arrangements by which the proceedings of the AGM of the Company may be electronically accessed via live audio-visual webcast or live audio-only stream), pre-registration to attend the AGM, submission of questions to the Chairman of the AGM in advance of the AGM, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman of the AGM as proxy, are set out in the Company's accompanying announcement dated 7 April 2022. This announcement may be accessed at the Company's website at the [www.yhigroup.com/investor/agm2022](http://www.yhigroup.com/investor/agm2022). This announcement is also available on SGXNET at <https://www.sgx.com/securities/company-announcements>.
3. Please insert the total number of shares held by you. If you have shares registered in your name in the Register of Members, you should insert that number of shares. If no number is inserted, this Proxy Form shall be deemed to relate to all the shares held by you.
4. **Due to the current COVID-19 advisories issued by the relevant authorities in Singapore and the related safe distancing measures in Singapore, the AGM will be held by electronic means and members will not be able to attend the AGM in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM in accordance with the instructions on the Proxy Form if such member wishes to exercise his/her/its voting rights at the AGM.** The Proxy Form for the AGM may be accessed at the Company's website at [www.yhigroup.com/investor/agm2022](http://www.yhigroup.com/investor/agm2022) and is also available on SGXNET at <https://www.sgx.com/securities/company-announcements>. Where a member (whether individual or corporate) appoints the Chairman of the AGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, failing which the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.
5. CPF/SRS investors, including persons who hold Shares through relevant intermediaries (as defined in Section 181 of the Companies Act 1967), who wish to appoint the Chairman of the AGM as proxy should approach their respective CPF agent banks, SRS operators or relevant intermediaries to submit their votes and/or questions relating to the resolutions tabled for approval at the AGM by 10.00 a.m. on Monday, 18 April 2022 (that is, at least seven (7) working days before the date of the AGM). The Chairman of the AGM, as proxy, need not be a member of the Company.
6. The Proxy Form must be submitted to the Company in the following manner:
  - (a) if submitted by post, be deposited at the registered office of the Company at No. 2 Pandan Road, Singapore 609254; or
  - (b) if submitted electronically, be submitted via email in Portable Document Format (PDF) format to the Company at [yhi-agm@yhi.com.sg](mailto:yhi-agm@yhi.com.sg),  
in either case, by 10.00 a.m. on Monday, 25 April 2022, which is at least 72 hours before the time fixed for holding the AGM of the Company and/or any adjournment thereof. A member who wishes to submit the Proxy Form must first download, complete and sign the Proxy Form, before submitting it by post to the address provided above, or by scanning and submitting it by way of electronic means via email to the email address provided above. **In view of the current COVID-19 advisories issued by the relevant authorities and the related safe distancing measures in Singapore, members are strongly encouraged to submit the completed Proxy Forms by way of electronic means via email.**
7. Where the Proxy Form is executed by an individual, it must be executed under the hand of the individual or his attorney duly authorized. Where the proxy form is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorized.
8. 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.
9. 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 1967 of Singapore.

**GENERAL:**

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 appointed for holding the AGM.

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 name appears on the Depository Register 72 hours before the time set for the AGM.

**PERSONAL DATA PRIVACY:**

By submitting the Proxy Form appointing the Chairman of the AGM as proxy to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the AGM as proxy for the AGM of the Company (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any AGM laws, listing rules, take-over rules, regulations and/or guidelines.