

IMPORTANT:

1. The Annual General Meeting of the Company to be held on Wednesday, 29 June 2022 at 2.00 p.m. (the "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. The Notice of AGM dated 10 June 2022 has been published on the SGX-ST's website at the URL <https://www.sgx.com/securities/company-announcements> and the Company's corporate website at the URL <https://versalink.com/investors> on 10 June 2022.
2. Alternative arrangements for participation in the AGM relating to attendance at the AGM by way of electronic means (including arrangements by which the AGM can be electronically accessed via "live" audio-visual webcast or "live" audio-only stream (collectively, "Live Webcast"), submission of questions in advance of the AGM, addressing of substantial and relevant questions prior to the AGM and/or voting by appointing the Chairman of the AGM as proxy at the AGM, are set out in the accompanying section entitled "Important Notice to Shareholders on Alternative Arrangements for the AGM" of the Notice of AGM dated 10 June 2022. For the avoidance of doubt, the aforesaid section is circulated together with and forms part of the Notice of AGM dated 10 June 2022 in respect of the AGM.
3. As a precautionary measure due to the current COVID-19 situation in Singapore, 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.
4. For investors who have used their SRS monies to buy the Company's shares, 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 them.
5. SRS investors who wish to vote should contact their SRS Approved Nominees to submit their voting instructions by 5.00 p.m. on 17 June 2022.
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 10 June 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.

ANNUAL GENERAL MEETING PROXY FORM

I/We _____ NRIC/Passport No./ Registration No. _____

of _____
being a member(s) of **VERSALINK HOLDINGS LIMITED** (the "Company"), hereby appoint the Chairman of the 2022 Annual General Meeting of the Company ("AGM") as *my/our proxy to attend, speak and to vote for *me/us on *my/our behalf at the AGM to be held by way of electronic means on Wednesday, 29 June 2022 at 2.00 p.m. and at any adjournment thereof.

*I/We direct the Chairman of the AGM, being *my/our proxy, to vote for or against, or abstain from voting on the Ordinary Resolutions to be proposed at the AGM as indicated hereunder.

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.

No	Resolutions	For**	Against**	Abstain**
1	To receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 28 February 2022, together with the Auditor's Report thereon			
2	To approve the payment of Directors' fees of S\$97,500 for the financial year ended 28 February 2022			
3	To approve the payment of Directors' fees of S\$105,000 for the financial year ending 28 February 2023, to be paid monthly in arrears			
4	To re-elect Datuk Lim Tong Lee as a Director of the Company			
5	To re-elect Mr Law Kian Siong as a Director of the Company			
6	To re-elect Mr Sho Kian Hin as a Director of the Company			
7	To re-elect Ms Law Pei Ling as a Director of the Company			
8	To re-appoint RSM Chio Lim LLP as Auditors of the Company and to authorise the Directors of the Company to fix their remuneration			
9	To authorise the Directors of the Company to allot and issue new shares			
10	To authorise the Directors of the Company to offer and grant awards and to allot and issue shares in accordance with the provisions of the Versalink Performance Share Plan			
11	To authorise the Directors of the Company to offer and grant options and to allot and issue shares in accordance with the provisions of the Versalink Employee Share Option Scheme			

Notes:

* Delete accordingly

** Voting will be conducted by poll. If you wish the Chairman of the AGM as your proxy to exercise all your votes "For" or "Against" the relevant resolution, please mark an "X" in the relevant box provided in respect of that resolution. Alternatively, please indicate the number of votes "For" or "Against" in the relevant box provided in respect of that resolution. If you mark an "X" in the abstain box for a particular resolution, you are directing your proxy, who is the Chairman of the AGM, not to vote on that resolution.

Dated this _____ day of _____ 2022

Signature(s) of member(s) or common seal

Total number of Shares held

IMPORTANT: PLEASE READ NOTES OVERLEAF

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NOTES:

1. Please insert the total number of shares in the capital of the Company ("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 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. If no number is inserted, this instrument of proxy will be deemed to relate to all the Shares held by you.
2. **As a precautionary measure due to the current COVID-19 situation in Singapore, a member will not be able to attend the AGM in person. If a member (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it 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. In appointing the Chairman of the AGM as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.**
3. Any member who is a relevant intermediary is entitled to appoint the Chairman of the AGM to attend, speak and vote (whether to vote in favour of, or against, or to abstain from voting) at the AGM. Relevant intermediary is either:
 - (i) a banking corporation licensed under the Banking Act 1970 of Singapore or its wholly-owned subsidiary which provides nominee services and holds shares in that capacity; or
 - (ii) a capital market services license holder which provides custodial services for securities under the Securities and Futures Act 2001 of Singapore and holds shares in that capacity; or
 - (iii) the Central Provident Fund ("CPF") Board established by the Central Provident Fund Act 1953 of Singapore, in respect of shares purchased on behalf of CPF investors.
4. The instrument appointing the Chairman of the AGM as proxy, together with the power of attorney or other authority under which it is signed (if applicable) or a notarial certified copy thereof, must:
 - a) if sent personally or by post, to the Share Registrar of the Company, Boardroom Corporate & Advisory Services Pte Ltd, at **1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632** (Opening Hours is 9.00 a.m. to 5.30 p.m., Mondays to Fridays (excluding Public Holidays)); or
 - b) if sent by email, to srs.teamd@boardroomlimited.com,in either case, by 2.00 p.m. on 27 June 2022 (being not less than forty-eight (48) hours before the time appointed for holding the AGM and at any adjournment thereof) and in default the instrument of proxy shall not be treated as valid.

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Postage
Stamp

VERSALINK HOLDINGS LIMITED
(Company Registration No. 201411394N)
(Incorporated in the Republic of Singapore)

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- A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it personally or by post to the address provided above, or before scanning and sending it by email to the email address provided above.**
5. The instrument appointing the Chairman of the AGM as proxy must be under the hand of the appointor or his/her 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 under its common seal or signed on its behalf by an attorney duly authorised in writing or by an authorised officer of the corporation, failing which the instrument of proxy may be treated as invalid.
 6. Where an instrument appointing the Chairman of the AGM as proxy is signed on behalf of the appointer by an attorney, the letter or power of attorney (or other authority) 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.
 7. A corporation which is a member may by resolution of its directors or other governing body authorise 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 the Chairman of the AGM as proxy 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 the Chairman of the AGM as proxy. In addition, in the case of members whose Shares are entered against their names in the Depository Register, the Company may reject any instrument appointing the Chairman of the AGM as proxy lodged if such members are not shown to have shares entered against their names in the Depository Register at seventy-two (72) hours before the time appointed for holding the AGM as certified by The Central Depository (Pte) Limited to the Company.
 9. For investors who have used their SRS monies ("SRS Investor") (as may be applicable) to buy Shares, this proxy form is not valid for their use and shall be ineffective for all intents and purposes if used or purported to be used by them. SRS Investors who wish to appoint the Chairman of the AGM to act as their proxy should approach their respective SRS Operators to submit their votes at least seven (7) working days before the AGM (i.e. by 5.00 p.m. on 17 June 2022).
- PERSONAL DATA PRIVACY:**
By submitting an instrument appointing the Chairman of the AGM as proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 10 June 2022.