

# BROOK CROMPTON HOLDINGS LTD.

(Company Registration No. 194700172G)

(Incorporated in the Republic of Singapore)

## PROXY FORM

### IMPORTANT

1. Alternative arrangements relating to, amongst others, attendance, submission of questions in advance and voting by proxy at the AGM are set out in the Company's announcement dated 08 June 2020 which, together with the Notice of Annual General Meeting dated 08 June 2020, have been uploaded on SGXNET on the same day. The Notice and Proxy Form of Annual General Meeting can also be accessed at the following URL [sg.convneagm.com/brookcrompton](http://sg.convneagm.com/brookcrompton) and SGXNET. A printed copy of this Proxy Form will **not** be despatched to members of the Company.
2. A member will not be able to attend the AGM in person. Please see Notes 2 to 8 below for further details.
3. This Proxy Form is not valid for use by CPF and SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

\*I/We \_\_\_\_\_ (Name) NRIC/Passport No. \_\_\_\_\_

of \_\_\_\_\_ (Address)

being \* a member/members of Brook Crompton Holdings Ltd. (the "Company"), hereby appoint the Chairman of the meeting as my/our proxy/proxies to attend and to vote for me/us on my/our behalf, at the Annual General Meeting ("AGM") of the Company to be held by electronic means (via live webcast and audio means only) on Tuesday, 23 June 2020 at 2.00pm (Singapore time) and at any adjournment thereof.

The proxy shall vote on the Resolutions set out in the Notice of Annual General Meeting dated 08 June 2020 in accordance with my/our directions indicated hereunder.

No.	Ordinary Resolutions	For**	Against**	Abstain**
1.	To receive and adopt the Audited Financial Statements and the Directors' Statement and Auditors' Report for the financial year ended 31 December 2019.			
2.	To approve the final tax exempt one-tier dividend of 2.0 Singapore cents per ordinary share for the financial year ended 31 December 2019.			
3.	To approve the payment of Directors' fees of up to S\$100,000 for the financial year ending 31 December 2020			
4.	To re-elect Mr Pang Xinyuan as a Director.			
5.	To re-appoint Messrs BDO LLP as Auditors.			
6.	To approve the renewal of the General Mandate for interested person transactions.			

#### Notes:

\* Delete accordingly

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

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2020

\_\_\_\_\_  
Signature of member(s)

or, Common Seal of Corporate Shareholder

**IMPORTANT.** Please read notes overleaf

Total number of Shares in:	No. of Shares
(a) CDP Register	
(b) Register of Members	



**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 of the Company, 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 form of proxy will be deemed to relate to all the shares held by you.
2. 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 (as amended from time to time), the AGM will be held by electronic means and members of the Company will NOT be allowed to attend the AGM in person.
3. If a member of the Company (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it must appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the AGM. In appointing the Chairman of the Meeting as proxy, such member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in this Proxy Form, failing which the appointment will be treated as invalid.
4. The Chairman of the Meeting, as proxy, need not be a member of the Company.
5. This Proxy Form must be submitted through any one of the following means:
  - (a) via the following URL: [sg.conveneagm.com/brookcrompton](http://sg.conveneagm.com/brookcrompton) (the "BCHL AGM Website") in the electronic format accessible on the BCHL AGM Website; or
  - (b) by depositing a physical copy at the registered office of the Company at 19 Keppel Road, #08-01 Jit Poh Building, Singapore 089058; or
  - (c) by sending a scanned PDF copy by email to [mgt@brookcromptonholdings.com](mailto:mgt@brookcromptonholdings.com),

in each case, no later than 2.00 p.m. on 21 June 2020, and failing which, this Proxy Form will not be treated as valid.

6. In the case of submission of this Proxy Form other than via the BCHL AGM Website, this Proxy Form must be executed under the hand of the appointor or of his attorney duly authorised in writing. Where this Proxy Form is executed by a corporation, it must be executed under its common seal or under the hand of its officer or attorney duly authorised. Where this Proxy Form is signed on behalf of the appointor by an attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be lodged with this Proxy Form, failing which this Proxy Form may be treated as invalid.

**Affix  
Stamp**

The Company Secretary  
**BROOK CROMPTON HOLDINGS LTD.**  
19 Keppel Road  
#08-01 Jit Poh Building  
Singapore 089058

7. 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 with respect to the AGM, in accordance with Section 179 of the Companies Act, Chapter 50 of Singapore and the person so authorised shall upon production of a copy of such resolution certified by a director of the corporation to be a true copy, be entitled to exercise the powers on behalf of the corporation so represented as the corporation could exercise in person if it were an individual.
8. A member of the Company who holds his/her shares through a Relevant Intermediary\* (including CPFIS Members or SRS investors) and who wish to exercise his/her votes by appointing the Chairman of the Meeting as proxy should approach his/her Relevant Intermediary (including his/her CPF Agent Bank or SRS Approved Bank) to submit his/her voting instructions at least seven (7) working days prior to the date of the AGM.

\*A Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act, Chapter 19 or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or
- (b) a person holding a capital markets services licence to provide custodial services under the Securities and Futures Act, Chapter 289 and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act, Chapter 36, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Central Provident Fund Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

**General:**

The Company shall be entitled to reject this Proxy Form 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 this Proxy Form. In addition, in the case of a member of the Company whose shares are entered in the Depository Register, the Company may reject any Proxy Form 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, as certified by The Central Depository (Pte) Limited to the Company.

**Personal Data Privacy:**

By submitting this Proxy Form appointing the Chairman of the Meeting as proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 08 June 2020.