

# PROXY FORM

## BRC ASIA LIMITED

(Company Registration No. 193800054G)  
(Incorporated in the Republic of Singapore)

### IMPORTANT

1. The EGM 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 and the Joint Statement by Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation in relation to Guidance on the Conduct of General Meetings Amid Evolving COVID-19 Situation issued on 1 October 2020 and updated on 4 February 2022. Printed copies of the Notice of EGM and this Proxy Form will not be sent to members. Instead, the Notice of EGM and this Proxy Form will be sent to members by electronic means via publication on the Company's website at [www.brc.com.sg/investors/](http://www.brc.com.sg/investors/) and the SGXNET.
2. **As a precautionary measure due to the current COVID-19 situation in Singapore, Shareholders will not be able to attend the EGM in person.** Shareholders who wish to exercise their voting rights at the EGM may: (i) (where such Shareholders are individuals) vote "live" via electronic means at the EGM or (whether such Shareholders are individuals or corporates) appoint a proxy(ies) (other than the Chairman of the EGM) to vote "live" via electronic means at the EGM on their behalf; or (ii) (whether such Shareholders are individuals or corporates) appoint the Chairman of the EGM as their proxy to vote on their behalf at the EGM.
3. A member who wishes to appoint a proxy(ies) (other than the Chairman of the Meeting) to vote "live" via electronic means at the EGM on his/ her/ its behalf must, in addition to completing and submitting an instrument appointing a proxy(ies), ensure that their proxy(ies) pre-register separately via the registration link that will be sent to the appointed proxy(ies) via email by the EGM service provider, Convene SG Pte. Ltd., upon verification of the Proxy Form(s).
4. This Proxy Form is **not valid** for use by investors holding shares in the Company ("**Shares**") through relevant intermediaries (as defined in Section 181 of the Companies Act 1967) ("**Investors**") (including investors holding through Central Provident Fund ("**CPF**") and Supplementary Retirement Scheme ("**SRS**") ("**CPF Investors/SRS Investors**")) and shall be ineffective for all intents and purposes if used or purported to be used by them. An Investor who wishes to vote should instead approach his/her relevant intermediary as soon as possible to specify voting instructions. A CPF Investor/SRS Investor who wishes to vote should approach his/her relevant intermediary (including his/her bank approved by CPF to be his/her agent bank (the "**CPF Agent Bank**") or the agent bank approved by CPF under the Supplementary Retirement Scheme (the "**SRS Operator**")) by **3.00 p.m. on 24 June 2022**, being 7 working days before the date of the EGM to submit his/her vote.
5. **Personal Data Privacy:** By submitting this Proxy Form, a Shareholder of the Company accepts and agrees to the personal data terms set out in the Notice of EGM dated 20 June 2022.
6. **Please read the notes below which contain instructions on, *inter alia*, the appointment of proxy(ies) to attend, speak and vote on his/her/its behalf at the EGM.**

## PROXY FORM EXTRAORDINARY GENERAL MEETING

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

Of \_\_\_\_\_ (Address)

being a Shareholder/Shareholders\* of BRC Asia Limited (the "**Company**"), hereby appoint the person whose details are given below:

Name	Email Address	NRIC/Passport Number	Number of Shareholdings	Proportion of Shareholdings (%)

and/or\*

Name	Email Address	NRIC/Passport Number	Number of Shareholdings	Proportion of Shareholdings (%)

and/or\* the Chairman of the Extraordinary General Meeting (the "**EGM**") of the Company as my/our\* proxy/proxies\* to vote for me/us\* on my/our\* behalf, at the EGM of the Company to be held by way of electronic means on 5 July 2022 at 3.00 p.m. and at any adjournment thereof.

I/We\* direct my/our\* proxy/proxies\* to vote for or against or abstain from voting on the Ordinary Resolution to be proposed at the EGM as indicated hereunder with an "X" in the spaces provided hereunder. If no specific instructions as to voting are given, (aa) (in the case of the appointment of the Chairman of the EGM as proxy), such appointment of the Chairman will be treated as invalid; and (bb) (in the case of the appointment of anyone other than the Chairman of the EGM as proxy(ies)), the proxy(ies) will vote or abstain from voting at his/her/their discretion.

### Voting on the Ordinary Resolutions will be conducted by poll.

Please indicate your vote "For", "Against" or "Abstain" with an "X" within the box provided if you wish to exercise all your votes. Alternatively, please indicate the number of votes as appropriate.

Ordinary Resolution	For	Against	Abstain
To approve the Proposed Adoption of the IPT Mandate			

If you wish to exercise all your votes "For" or "Against" or abstain from voting on the Ordinary Resolutions, please indicate with a "X" within the relevant box provided. Alternatively, please indicate the number of votes that your proxy is directed to vote "For" or "Against" or to abstain from voting. If no specific instructions as to voting are given, (aa) (in the case of the appointment of the Chairman of the EGM as proxy), such appointment of the Chairman will be treated as invalid; and (bb) (in the case of the appointment of anyone other than the Chairman of the EGM as proxy(ies)), the proxy(ies) will vote or abstain from voting at his/her/their discretion.

Dated this \_\_\_\_ day of \_\_\_\_ 2022

Total Number of Shares in:	Number of Shares
Depository Register	
Register of Members	

\_\_\_\_\_  
Signature(s) of Member(s) / Common Seal  
of Corporate Shareholder

\* To delete as appropriate

All capitalised terms used in this Proxy Form which are not defined herein shall, unless the context otherwise requires, have the same meanings ascribed to them in the Company's circular to its shareholders dated 20 June 2022.

**Important: Please read the notes below before completing this Proxy Form**

Notes:

1. If the Shareholder has Shares entered against his/her/its name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), he/she/it should insert that number of Shares. If the Shareholder has Shares registered in his/her/its name in the Register of Members (maintained by or on behalf of the Company), he/she/it should insert that number of Shares. If the Shareholder has Shares entered against his/her/its name in the Depository Register and Shares registered in his/her/its name in the Register of Members, he/she/it should insert the aggregate number of Shares. If no number is inserted, the instrument appointing the Chairman of the EGM as proxy shall be deemed to relate to all the Shares held by the Shareholder.
2. A proxy need not be a Shareholder of the Company.
3. This Proxy Form may be accessed at the Company's website at [www.brc.com.sg/investors/](http://www.brc.com.sg/investors/) and the SGXNET.
4. This Proxy Form is not valid for use by Investors and shall be ineffective for all intents and purposes if used or purported to be used by them. An Investor who wishes to vote should instead approach his/her relevant intermediary as soon as possible to specify his/her voting instructions. A CPF Investor/SRS Investor who wishes to vote should approach his/her relevant intermediary (including his/her CPF Agent Bank or SRS Operator) by 3.00 p.m. on 24 June 2022, being 7 working days before the date of the EGM to submit his/her voting instructions.
5. This Proxy Form must be submitted to the Company in the following manner:
  - (a) if submitted by post, to the Company's Share Registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road, #11-02, Singapore 068898;
  - (b) if submitted electronically, be submitted via email to [sg.is.proxy@sg.tricorglobal.com](mailto:sg.is.proxy@sg.tricorglobal.com), or via the pre-registration website at [conveneaqm.com/sg/brcasiaegm2022/](http://conveneaqm.com/sg/brcasiaegm2022/);

in either case, by **3.00 p.m on 2 July 2022** (being not less than 72 hours before the time appointed for holding the EGM). **All Proxy Forms must be received by the Company by the time and date stated above to be treated as valid.**

A Shareholder 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 before scanning and sending it by email to the email address provided above.

Due to the current COVID-19 situation in Singapore, Shareholders are strongly encouraged to submit completed Proxy Forms electronically via email or the pre-registration website.

6. The instrument appointing proxy(ies) must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing proxy(ies) is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney duly authorised.
7. Where an instrument appointing proxy(ies) is signed on behalf of the appointor by an attorney, the letter or power of attorney or a copy thereof (failing previous registration with the Company) must be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.
8. 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 in the form of proxy. In addition, in the case of Shareholders whose shares are entered in the Depository Register, the Company may reject an instrument of proxy lodged if such Shareholders are not shown to have Shares entered against their names in the Depository Register as at 72 hours before the time appointed for holding the EGM as certified by The Central Depository (Pte) Limited to the Company.

**Personal Data Privacy:**

By submitting an instrument appointing a proxy(ies) and/or representative(s), the Shareholder accepts and agrees to the personal data privacy terms set out in the Notice of Extraordinary General Meeting dated 20 June 2022.