

PROXY FORM
Annual General Meeting

INTERRA RESOURCES LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 197300166Z)

IMPORTANT:

1. Relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 may appoint more than two (2) proxies to attend and vote at the general meeting.
2. This Proxy Form is not valid for use by investors whose shares are held under Central Provident Fund (CPF), Supplementary Retirement Scheme (SRS) or relevant intermediaries, and shall be ineffective for all intents and purposes if used or purported to be used by them. Such investors who wish to attend and vote at the general meeting should contact their respective CPF agent banks, SRS operators or relevant intermediaries regarding their appointment as proxies.

I/We, _____ (Name)

_____ (NRIC/Passport/Company Registration Number)

of _____ (Address)

being a member/members of Interra Resources Limited (the "Company"), hereby appoint:

Name of Proxy	Address	NRIC/Passport Number	Percentage of Shareholding to be Represented (%)
and/or (delete as appropriate)			

or failing him/them, the Chairman of the Annual General Meeting of the Company ("AGM") as my/our proxy/proxies to attend and vote on my/our behalf at the AGM to be held on 29 April 2019 at 10:00 a.m. at RELC International Hotel, Room 508, Level 5, 30 Orange Grove Road, Singapore 258352, and at any adjournment thereof.

I/We direct my/our proxy/proxies to vote for or against the Resolutions to be proposed at the AGM 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, as he/they may on any other matter arising at the AGM and at any adjournment thereof.

Ordinary Resolutions		Number of Votes		
		For*	Against*	Abstain*
Ordinary Business				
1	To receive and adopt the audited financial statements for FY2018			
2(a)	To re-elect Mr Ng Soon Kai as a Director			
2(b)	To re-elect Mr Low Siew Sie Bob as a Director			
3	To approve the sum of up to S\$350,000 as Directors' fees for FY2019			
4	To re-appoint Nexia TS Public Accounting Corporation as the Auditor			
Special Business				
5	Authority to issue shares pursuant to the general mandate			
6	Authority to allot and issue shares pursuant to the ISOP 2017			

* Voting will be conducted by poll. If you wish to exercise all your votes with respect to a Resolution, please put a tick (✓) in the relevant box. Alternatively, you may indicate the number of votes as appropriate in the relevant boxes.

Dated this _____ day of April 2019

Number of Shares	
Depository Register	
Register of Members	
Total	

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

IMPORTANT: PLEASE READ NOTES OVERLEAF.

NOTES

- (1) All Resolutions at the AGM (and at any adjournment thereof) shall be voted by poll.
- (2) (a) A member of the Company ("**Member**") who is not a relevant intermediary may appoint not more than two (2) proxies to attend and vote at the AGM. Where such Member appoints more than one (1) proxy, the proxy form shall specify the percentage of shares to be represented by each proxy and if no percentage is specified, the first named proxy shall be deemed to represent one hundred percent (100%) of the shareholding and the second named proxy shall be deemed to be an alternate to the first named.
(b) A Member who is a relevant intermediary may appoint more than two (2) proxies to attend and vote at the AGM, but each proxy must be appointed to exercise the rights attached to the different shares held by such Member. Where such Member appoints more than two (2) proxies, the proxy form shall specify the number and class of shares to which each proxy has been appointed.
"**Relevant intermediary**" has the meaning ascribed to it in Section 181 of the Companies Act, Chapter 50 of Singapore (the "**CA**").
- (3) 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 in accordance with Section 179 of the CA. A certificate under the seal of the corporation shall be prima facie evidence of the appointment of its representative.
- (4) A proxy or representative need not be a Member.
- (5) The instrument appointing a proxy or representative shall be in writing and (i) in the case of an individual, shall be signed by the appointor or his attorney duly authorised in writing; or (ii) in the case of a corporation, shall be executed under its common seal or signed on behalf by its attorney or duly authorised officer. Where such instrument is signed or authorised on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.

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- (6) The instrument of proxy or the power of attorney or other authority must be lodged at the registered office of the Company at 1 Grange Road, #05-04 Orchard Building, Singapore 239693 not less than seventy-two (72) hours before the time appointed for holding the AGM.
- (7) A Member who has lodged an instrument appointing a proxy/proxies to vote on his behalf at the AGM shall not be precluded from attending and voting in person at the AGM. Any such appointment of all the proxies concerned shall be deemed to be revoked upon the attendance of such Member at the AGM, and in such event, the Company reserves the right to refuse to admit all the persons appointed under the relevant instrument of proxy to the AGM.
- (8) In the case where a Member is a Depositor, the Company shall be entitled (i) to reject the instrument of proxy lodged if that Depositor's name does not appear in the Depository Register (as defined in Section 81SF of the Securities and Futures Act, Chapter 289 of Singapore) seventy-two (72) hours before the time appointed for holding the AGM as certified by The Central Depository (Pte) Limited to the Company; and (ii) for the purpose of a poll, to treat the instrument of proxy lodged as representing the number of shares equal to the number of shares appearing against his name in the Depository Register referred to in (8)(i) above, notwithstanding the number of shares actually specified in the relevant instrument of proxy.

GENERAL

The Company shall be entitled to reject the instrument appointing a proxy/proxies if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instructions specified in the relevant instrument of proxy.

PERSONAL DATA PRIVACY

By submitting an instrument of proxy, the Member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 12 April 2019.

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INTERRA RESOURCES LIMITED

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Singapore 239693