WORLD CLASS GLOBAL LIMITED

(Incorporated in the Republic of Singapore) (Company Registration Number: 201329185H)

FORM OF PROXY FOR USE AT THE SCHEME MEETING (OR ANY ADJOURNMENT THEREOF) OF THE SCHEME SHAREHOLDERS (AS DEFINED BELOW)

IN THE HIGH COURT OF THE REPUBLIC OF SINGAPORE

HC/OS 424/2021)

In the Matter of Section 210 of the Companies Act, Chapter 50

And

In the Matter of World Class Global Limited (Company Registration No.: 201329185H)

... Applicant

SCHEME OF ARRANGEMENT

Under Section 210 of the Companies Act, Chapter 50

Between

World Class Global Limited

And

Scheme Shareholders (as defined herein)

And

Aspial Corporation Limited

IMPORTANT:

- 1. The Scheme Meeting is being convened, and will be held, by way of electronic means. The Scheme Meeting is scheduled to be held on 14 June 2021 at 10.00 a.m. (Singapore time).
- 2. Alternative arrangements relating to attendance at the Scheme Meeting via electronic means (including arrangements by which the meeting can be electronically accessed via "live" audio-and-video webcast or "live" audio-only stream), submission of questions to the Chairman of the Scheme Meeting in advance of, or "live" at, the Scheme Meeting, addressing of substantial and relevant questions either before or at the Scheme Meeting, and voting by appointing the Chairman of the Scheme Meeting, are set out in the Notice of Scheme Meeting.
- 3. Due to the current COVID-19 situation in Singapore, Scheme Shareholders and persons (including SRS Investors) who hold Scheme Shares through a relevant intermediary will not be able to attend the Scheme Meeting in person. If a Scheme Shareholder (whether individual or corporate) wishes to exercise his/her/its voting rights at the Scheme Meeting, he/she/it must appoint the Chairman of the Scheme Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Scheme Meeting.
- 4. This Proxy Form is not valid for use by persons (including SRS Investors) holding Scheme Shares through relevant intermediaries and shall be ineffective for all intents and purposes if used or purported to be used by them. If a SRS Investor wishes to appoint the Chairman of the Scheme Meeting as proxy, he/she should approach his/her SRS Agent Banks to submit his/her votes by 10.00 a.m. on 3 June 2021, being seven (7) working days before the date of the Scheme Meeting. Persons holding Scheme Shares through relevant intermediaries (other than SRS Investors) and who wish to participate in the Scheme Meeting should contact the relevant intermediary through which they hold such Scheme Shares as soon as possible in order to make the necessary arrangements for them to participate in the Scheme Meeting.
- 5. All capitalised terms used in this Proxy Form which are not otherwise defined herein shall bear the same meanings ascribed to them in the scheme document dated 28 May 2021 issued by the Company to Scheme Shareholders.
- 6. Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of the Chairman of the Scheme Meeting as a Scheme Shareholder's proxy to attend, speak and vote on his/her/its behalf at the Scheme Meeting.

| WORLD CLASS GLOBAL LIMITED (Company Registration No. 201329185H) (Incorporated in the Republic of Singapore) | Note: This Proxy Form is available on the website of the SGX-ST at <u>www.sgx.com/securities/company-announcements</u> and on the website of the Company at <u>http://wcg.com.sg/</u> <u>investor-relations/</u> . Printed copies of this Proxy Form will be sent to the Scheme Shareholders. Personal Data Privacy By submitting an instrument appointing a proxy and/or representative, the Scheme Shareholder accepts and agrees to the personal data privacy terms set out in the Notice of the Scheme Meeting dated 28 May 2021. |
|--|--|
| SCHEME MEETING PROXY FORM | |
| *I/We | (Name) |
| | _ (NRIC No./Passport No./Company Registration No.) |
| of | (Address) |

being a *member/members of World Class Global Limited (the "**Company**"), hereby appoint the Chairman of the Scheme Meeting, as *my/our proxy to attend, speak and to vote for *me/us on *my/our behalf at the Scheme Meeting, to be convened and held by way of electronic means on 14 June 2021 at 10.00 a.m. and at any adjournment thereof, for the purpose of considering and, if thought fit, approving the Scheme referred to in the notice convening the Scheme Meeting, and at such Scheme Meeting (or at any adjournment thereof) to vote for *me/us and in *my/our name(s) for the said Scheme or against the said Scheme as hereunder indicated.

*I/We direct the Chairman of the Scheme Meeting to vote for or against, or to abstain from voting on, the Scheme to be proposed at the Scheme Meeting as indicated hereunder:

| Resolution | For* | Against* | Abstain* |
|--------------------------------------|------|----------|----------|
| To approve the Scheme of Arrangement | | | |

If you wish to appoint the Chairman of the Scheme Meeting as your proxy to cast all your votes "For" or "Against" the Scheme Resolution, please indicate with a tick "

" in the relevant space provided under "For" or "Against". If you wish to appoint the Chairman of the Scheme Meeting as your proxy to abstain from voting on the Scheme Resolution, please indicate with a tick "

" in the relevant space provided under "Abstain". In the absence of specific directions in respect of the Scheme Resolution, the appointment of the Chairman of the Scheme Meeting as proxy for the Scheme Resolution will be treated as invalid. DO NOT TICK MORE THAN ONE BOX.

| Dated this | day of | 2021 |
|------------|--------|------|
|------------|--------|------|

| Total | num | ıber | of |
|-------|------|------|----|
| Sha | ares | held | |

Signature(s) of Member(s) or Common Seal of Member(s)

IMPORTANT: PLEASE READ THE NOTES TO THIS PROXY FORM ON THE NEXT PAGE

Notes:

- 1. Due to the current COVID-19 situation in Singapore, Scheme Shareholders and persons (including SRS Investors) who hold Scheme Shares through a relevant intermediary will not be able to attend the Scheme Meeting in person. If a Scheme Shareholder (whether individual or corporate) wishes to exercise his/her/its voting rights at the Scheme Meeting, he/she/ it must appoint the Chairman of the Scheme Meeting as his/her/its proxy to attend, speak and vote on his/her/ its behalf at the Scheme Meeting. This Proxy Form may be accessed at the Company's website at http://wcg.com.sg/investor-relations/ and on the website of the SGX-ST at www.sgx.com/securities/company-announcements. Where a Scheme Shareholder (whether individual or corporate) appoints the Chairman of the Scheme Meeting 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 Scheme Meeting as proxy for that resolution will be treated as invalid. The votes of the Chairman of the Scheme Meeting as proxy for that resolution will be treated as invalid. The votes of the Chairman of the Scheme Meeting as proxy for the votes of the number of appointing Scheme Shareholders.
- 2. This Proxy Form is not valid for use by persons (including SRS Investors) holding Scheme Shares through relevant intermediaries and shall be ineffective for all intents and purposes if used or purported to be used by them. If a SRS Investor wishes to appoint the Chairman of the Scheme Meeting as proxy, he/she should approach his/her SRS Agent Banks to submit his/her votes by 10.00 a.m. on 3 June 2021, being seven (7) working days before the date of the Scheme Meeting. Scheme Shareholders holding Scheme Shares through relevant intermediaries (other than SRS Investors) and who wish to participate in the Scheme Meeting should contact the relevant intermediary through which they hold such Scheme Shares as soon as possible in order to make the necessary arrangements for them to participate in the Scheme Meeting.
- 3. The Chairman of the Scheme Meeting, as proxy, need not be a Scheme Shareholder.
- 4. A Scheme Shareholder should insert the total number of Scheme Shares held. If the Scheme Shareholder has Scheme Shares entered against the Scheme Shareholder's name in the Depository Register maintained by The Central Depository (Pte) Limited ("CDP"), that number of Scheme Shares should be inserted. If the Scheme Shareholder has Scheme Shares registered in the Scheme Shareholder's name in the Register of Members, that number of Scheme Shareholder's name in beth the Depository Register against or registered in the Scheme Shareholder has Scheme Shares entered against or registered in the Scheme Shareholder's name in both the Depository Register and the Register of Members, the Scheme Shareholder shareholder's name in both the Depository Register and the Register of Members, the Scheme Shareholder should insert the aggregate number of Scheme Shares. If no number of Scheme Shares is inserted, this Proxy Form will be deemed to relate to all the Scheme Shareholder.
- 5. Save for a Scheme Shareholder who is a relevant intermediary or Depository Agent (each an "**Intermediary**"), a Scheme Shareholder may only cast all the votes it uses at the Scheme Meeting in <u>one way</u>.¹
- 6. This Proxy Form appointing the Chairman of the Scheme Meeting as proxy must be submitted to the Company in the following manner:
 - (a) if submitted electronically, be submitted via email to investors@wcg.com.sg; or
 - (b) if submitted by post, be lodged at the office of the Share Registrar, B.A.C.S. Private Limited, at 8 Robinson Road, #03-00 ASO Building, Singapore 048544,

in either case, no later than 10.00 a.m. on 12 June 2021, being 48 hours before the time appointed for holding the Scheme Meeting.

A Scheme Shareholder who wishes to submit this Proxy Form must first complete and sign this 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 and the related safe distancing measures which may make it difficult for Scheme Shareholders to submit completed proxy forms by post, Scheme Shareholders are strongly encouraged to submit completed proxy forms electronically via email.

- 7. This Proxy Form must be executed under the hand of the appointor or his/her attorney duly authorised in writing. Where this Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorised officer.
- 8. Where this Proxy Form is signed by an attorney on behalf of the appointor, the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof must (failing previous registration with the Company), if this Proxy Form is submitted by post, be lodged with this Proxy Form, or if this Proxy Form is submitted electronically via email, be emailed with this Proxy Form, failing which this Proxy Form may be treated as invalid.
- 9. In the case of joint Scheme Shareholders, any one of such persons may vote by proxy, but if more than one of such persons votes by proxy, only the vote of the person whose name stands first in the Register of Members or the Depository Register, as the case may be, shall be counted.
- 10. Any alteration made to this Proxy Form should be initialed by the person who signs it.
- 11. Any reference to a time of day is made by reference to Singapore time.

General:

The Company shall be entitled to reject any Proxy Form which is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on and/or attached to this Proxy Form (including any related attachment). In addition, in the case of Scheme Shareholders whose Scheme Shares are entered against their names in the Depository Register, the Company may reject any Proxy Form if the Scheme Shareholder, being the appointor, is not shown to have Scheme Shares entered against the Scheme Shareholder's name in the Depository Register as at 48 hours before the time appointed for holding the Scheme Meeting, as certified by CDP to the Company.

¹ In compliance with the Scheme Meeting Court Order, the Company will write to each Intermediary to inform it of the voting arrangements for Intermediaries and the submission of the Proxy Form by each Intermediary, further details of which can be found in Appendix A to the Scheme Document.