

**PROXY FORM**

**RESOURCES PRIMA GROUP LIMITED**

(Incorporated in the Republic of Singapore)  
(Company Registration No. 198602949M)

**IMPORTANT:**

1. 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.
2. The Notice of AGM is also accessible via publication on the SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.
3. Arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions in advance of the AGM, addressing of substantial and relevant questions before or at the AGM and voting by appointing the Chairman of the AGM as proxy, are set out in the accompanying Company's announcement dated 4 June 2020. This announcement may be accessed from SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.
4. Due to the current COVID-19 restriction orders 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. Notwithstanding that a member is unable to vote in person, a member may attend the AGM in the manner as set out in the accompanying Company's announcement dated 4 June 2020.
5. CPF or SRS Investors who wish to appoint the Chairman of the AGM as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 17 June 2020, 5.00 p.m.. This Proxy Form is not valid for use by CPF or SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
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 4 June 2020.
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. Relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 may appoint more than two proxies to attend the AGM and vote.

I/We\*, .....(name).....(NRIC/Passport No./Company Registration No.)  
of .....(address)  
being a member/members\* of Resources Prima Group Limited (the "**Company**"), hereby appoint the Chairman of the Annual General Meeting of the Company ("**AGM**") as my/our proxy/proxies to attend and vote for me/us on my/our\* behalf at the AGM to be convened and held by way of electronic means on Friday, 26 June 2020 at 2.30 p.m. and at any adjournment thereof in the following manner:

Resolution No.	ORDINARY BUSINESS	For	Against	Abstain
Resolution 1	To receive and adopt the Audited Financial Statements of the Company for the financial year ended 31 December 2019 together with the Directors' Statement and Auditors' Report thereon.			
Resolution 2	To re-elect Mr Chow Wai San as Director of the Company pursuant to Regulation 104 of the Company's Constitution.			
Resolution 3	To approve payment of Directors' fees for the financial year ending 31 December 2020 to be paid quarterly in arrears.			
Resolution 4	To re-appoint Baker Tilly TFW LLP as Auditors and to authorise Directors to fix their remuneration.			
	<b>SPECIAL BUSINESS</b>			
Resolution 5	To authorise the Directors of the Company to allot and issue shares and/or instruments.			
Resolution 6	To authorise the Directors of the Company to grant share options, allot and issue shares under the RPG Employee Share Option Scheme.			
Resolution 7	To authorise the Directors of the Company to grant share awards, allot and issue shares under the RPG Performance Share Plan.			

\* Delete as appropriate

If you wish to appoint the Chairman of the AGM as your proxy to cast all your votes "For" or "Against" a resolution, please indicate with a tick [ ✓ ] within the box provided in respect of that resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box in respect of that resolution. If you wish to appoint the Chairman of the AGM as your proxy to abstain from voting on a resolution, please indicate with a tick [ ✓ ] in the "Abstain" box in respect of that resolution. Alternatively, please indicate the number of shares that the Chairman of the AGM, as your proxy, is directed to abstain from voting in the "Abstain" box in respect of that resolution. **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.**

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

\_\_\_\_\_  
Signature of Shareholder(s)  
or, Common Seal of Corporate Shareholder

Total Number of Shares held in:	
CDP Register	
Register of Members	

**IMPORTANT: PLEASE READ THE NOTES BELOW BEFORE COMPLETING THIS PROXY FORM.**

**NOTES:**

1. Printed copies of this Notice of AGM ("**Notice of AGM**") as well as the Annual Report for the financial year ended 31 December 2019 (the "**FY2019 Annual Report**") will not be sent to members. The Notice of AGM and the FY2019 Annual Report may instead be accessed from SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.
2. Alternative arrangements relating to attendance at the AGM of the Company via electronic means (including arrangements by which the proceedings of the AGM of the Company may be electronically accessed via live audio-visual webcast or live audio-only stream), pre-registration to attend the AGM, submission of questions in advance of the AGM, addressing of substantial and relevant questions before or at the AGM and voting by appointing the Chairman of the AGM as proxy, are set out in the Company's accompanying announcement dated 4 June 2020. This announcement may be accessed from SGXNET at <https://www.sgx.com/securities/company-announcements>.
3. If the member has shares entered against his/her name in the Depository Register maintained by the Central Depository (Pte) Limited, he should insert the number of shares if the member has shares registered in his/her name in the Register of Members of the Company, he/she should insert the number of shares. If the member has shares entered against his/her name in the Depository Register and shares registered in his name in the Register of Members of the Company, he/she should insert the aggregate number of shares. If no number is inserted, this Proxy Form shall be deemed to relate to all the shares held by the member.
4. **Due to the current COVID-19 restriction orders 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 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.** The Proxy Form for the AGM may be accessed at SGXNET at <https://www.sgx.com/securities/company-announcements>. Where a member (whether individual or corporate) appoints the Chairman of the AGM 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 AGM as proxy for that resolution will be treated as invalid.
5. The Chairman of the AGM, as proxy, need not be a member of the Company.
6. The Proxy Form must be submitted to the Company in the following manner:
  - (a) if submitted by post, be mailed to the Company's Registered Office at 10 Collyer Quay #10-01, Ocean Financial Centre, Singapore 049315; or
  - (b) if submitted electronically, be submitted via email in Portable Document Format (PDF) format to the Company at [agm2020.rpg@gmail.com](mailto:agm2020.rpg@gmail.com),

in either case, at least 48 hours before the time fixed for holding the AGM of the Company and/or any adjournment thereof. A member 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 by scanning and submitting it by way of electronic means via email to the email address provided above. **In view of the current COVID-19 restriction orders and the related safe distancing measures in Singapore which may make it difficult for members to submit the completed Proxy Forms by post, members are strongly encouraged to submit the completed Proxy Forms by way of electronic means via email.**

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 at 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. Where the Proxy Form is executed by an individual, it must be executed under the hand of the appointor or his/her attorney duly authorized. Where the Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorized or in such manner as appropriate under applicable laws, failing which the instrument may be treated as invalid.
9. Where an instrument appointing the Chairman of the AGM as proxy is signed on behalf of the appointor by an attorney, the letter or power of attorney 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.
10. Investors who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act), including under the Central Provident Fund Investment Scheme ("**CPF Investors**") or the Supplementary Retirement Scheme ("**SRS Investors**"), and who wish to appoint the Chairman of the AGM as a proxy should approach their respective relevant intermediaries, including CPF Agent Banks or SRS Operators, to submit their votes by 17 June 2020, 5.00 p.m..

**GENERAL:**

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 on the instrument of proxy. In addition, in the case of shares entered in the Depository Register, the Company may reject an instrument of proxy 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. A Depositor shall not be regarded as a member of the Company entitled to attend the AGM and to speak and vote thereat unless his name appears on the Depository Register 72 hours before the time set for the AGM.

**PERSONAL DATA PRIVACY:**

By submitting this instrument appointing a proxy(ies) and/or representative(s), the member is deemed to have accepted and agreed to the personal data privacy terms set out in the Notice of AGM of the Company dated 4 June 2020.