

ISDN HOLDINGS LIMITED

(Incorporated In the Republic of Singapore -
Company Registration No. 200416788Z)
(Singapore Stock Code: I07.SI)
(Hong Kong Stock Code: 1656)

PROXY FORM

(Please see notes overleaf before completing this Proxy Form)

IMPORTANT:

1. The Annual General Meeting ("AGM") will be convened and held by 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, as amended or modified from time to time.
2. The Notice of AGM, the Circular and this Proxy Form may be accessed at (a) the Company's website at the URL <https://www.isdnholdings.com/sgx-singapore-exchange>; (b) on the SGX website at the URL <https://www.sgx.com/securities/company-announcements> and (c) on the HKEX website at the URL <https://www.hkexnews.hk/>.
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 to the Chairman of the Meeting in advance of the AGM, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman of the Meeting as proxy at the AGM, are set out in the accompanying Company's announcement dated 28 March 2022. This announcement may be accessed at the Company's website at the URL <https://www.isdnholdings.com/sgx-singapore-exchange>, and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements> and HKEX website at the URL <https://www.hkexnews.hk/>.
4. Due to the current COVID-19 advisories issued by the relevant authorities in Singapore and the related safe distancing measures in Singapore, the AGM will be held by way of electronic means and members of the Company will not be able to attend the AGM in person. A member of the Company who wishes to exercise his/her/its voting rights at the AGM must appoint the Chairman of the AGM as his/her/its proxy to vote on his/her/its behalf at the AGM. In appointing the Chairman of the AGM as proxy, a member of the Company must give specific instructions as to voting, or abstentions from voting, in respect of a resolution, failing which the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid. 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 28 March 2022.
5. CPF or SRS investors, including persons who hold Shares through relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore), 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, 5.00 p.m. on Tuesday, 19 April 2022, being at least seven (7) working days before the date of the AGM.
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 28 March 2022.
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.**

I/We*,(Name) (NRIC/Passport/Company Registration Number*) of

..... (Address)

being member/members* of **ISDN Holdings Limited** (the "Company"), hereby appoint the Chairman of the Annual General Meeting of the Company ("AGM") as my/our* proxy to attend, speak and vote for me/us* on my/our* behalf at the AGM to be convened and held by way of electronic means on Friday, 29 April 2022 at 9.30 am (Singapore Time) and at any adjournment thereof.

I/We* direct the Chairman of the AGM to vote for or against, or abstain from voting on, the resolutions to be proposed at the AGM as indicated hereunder. **In absence of specific instructions as to voting, or abstentions from voting, in respect of a resolution, the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.**

No.	Resolutions relating to:	Number of Votes For [#]	Number of Votes Against [#]	Number of Votes Abstained [#]
1.	To receive and adopt the Directors' statement and the audited consolidated financial statements of the Company and its subsidiaries for the financial year ended 31 December 2021, together with the external auditor's report thereon.			
2.	To declare a first and final tax-exempt (one-tier) dividend of 1.45 Singapore cents (equivalent to 8.35 Hong Kong cents) per ordinary share for the financial year ended 31 December 2021.			
3.	To approve the payment of Directors' fees of S\$215,985 for the financial year ending 31 December 2022 (2021: S\$196,350).			
4.	To re-elect Mr. Teo Cher Koon who will retire by rotation pursuant to Regulation 89 of the Constitution of the Company and who, being eligible, offered himself for re-election.			
5.	To re-elect Mr. Tan Soon Liang who will retire by rotation pursuant to Regulation 89 of the Constitution of the Company and who, being eligible, offered himself for re-election.			
6.	To re-appoint Messrs Moore Stephens LLP as external auditor of the Company for the financial year ending 31 December 2022 and to authorise Directors of the Company to fix their remuneration.			
7.	To approve the general mandate to issue Shares.			

* Delete as appropriate.

[#] If you wish to exercise all your votes "For" or "Against" or "Abstain", please indicate so with a (✓) within the box provided. Alternatively, please indicate the number of votes as appropriate.

[^] If you wish the Chairman of the AGM as your proxy to abstain from voting a resolution, please tick [✓] within the "Abstain" box provided in respect of that resolution. Alternatively, please indicate the number of votes that the Chairman of the AGM as your proxy is directed to abstain from voting in the "Abstain" box provided in respect of that resolution.

Dated this day of 2022.

Total Number of Shares Held

.....
Signature of Shareholder(s)
or, Common Seal of Corporate Shareholder

IMPORTANT: PLEASE READ NOTES OVERLEAF

Notes:

1. Printed copies of the Notice of AGM, the annual report of the Company for the financial year ended 31 December 2021 ("**Annual Report**"), the circular dated 28 March 2022 (the "**Circular**") and the Proxy Form will be sent to Hong Kong Shareholders. Printed copies of the Notice of AGM, the Annual Report, the Circular and the Proxy Form will not be sent to Singapore Shareholders. The Notice of AGM, the Annual Report, the Circular and the Proxy Form may also be accessed at the Company's website at the URL <https://www.isdnholdings.com/sgx-singapore-exchange>. The Notice of AGM, the Annual Report, the Circular and the Proxy Form are also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements> and SEHK at the URL <https://www.hkexnews.hk/>.
2. Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the AGM proceedings may be electronically accessed via live audio-visual webcast or live audio-only stream), submission of comments, queries and/or questions to the Chairman of the Meeting in advance of the AGM, addressing of substantial and relevant comments, queries and/or questions before the AGM and voting by appointing the Chairman of the Meeting as proxy at the AGM, are set out in **Appendix III** of the Circular and the Company's accompanying announcement to this Notice of AGM dated 28 March 2022 which may be accessed at the Company's website at the URL <https://www.isdnholdings.com/sgx-singapore-exchange> and is also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements> and SEHK at the URL <https://www.hkexnews.hk/>.
3. Please insert the total number of shares held by you. If you have shares registered in your name in the Register of Members, you should insert that number of shares. If no number is inserted, this Proxy Form shall be deemed to relate to all the shares held by you.
4. **Due to the current COVID-19 advisories issued by the relevant authorities in Singapore and the related safe distancing measures in Singapore, the AGM will be held by way of electronic means and Shareholders will not be able to attend the AGM in person. A Shareholder (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM in accordance with the instructions on the Proxy Form if such Shareholder wishes to exercise his/her/its voting rights at the AGM.** The Proxy Form may be accessed at the Company's website at the URL <https://www.isdnholdings.com/sgx-singapore-exchange> and is also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements> and SEHK at the URL <https://www.hkexnews.hk/>. Where a Shareholder (whether individual or corporate) appoints the Chairman of the 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 Meeting as proxy for that resolution will be treated as invalid.
5. The Chairman of the Meeting, acting as proxy, need not be a Shareholder of the Company.
6. The Proxy Form must be submitted to the Company in the following manner:
 - (a) if submitted by post, be lodged with the Company at 101 Defu Lane 10, Singapore 539222 (for Singapore Shareholders), or the Company's Hong Kong Branch Share Registrar and Transfer Office, Boardroom Share Registrars (HK) Limited, at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong (for Hong Kong Shareholders); or
 - (b) if submitted by way of electronic means, be submitted via email to the Company at isdn-agm@complete-corp.com.in either case, by 9.30 a.m. on Tuesday, 26 April 2022. 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 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 advisories issued by the relevant authorities and the related safe distancing measures in Singapore, Shareholders are strongly encouraged to submit the completed Proxy Forms by way of electronic means via email.**
7. Members who hold shares under CPF or SRS, who wish to appoint the Chairman of the AGM as their proxy, should approach their Central Provident Fund and SRS Operators Agent Banks (as the case may be) to submit their votes by, 5.00 p.m. on Tuesday, 19 April 2022, being at least seven (7) working days before the AGM.
8. Where the Proxy Form is executed by an individual, it must be executed under the hand of the individual or his attorney duly authorised. 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 authorised.
9. Where the Proxy Form is executed under the hand of an attorney duly authorised, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the Proxy Form, failing which the Proxy Form may be treated as invalid.
10. 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 1967 of Singapore.
11. The Company shall be entitled to reject a Proxy Form if it 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 Proxy Form. In addition, in the case of a member of the Company whose Shares are entered against his/her/its name in the Depository Register, the Company may reject a Proxy Form if such member, being the appointor, is not shown to have Shares entered against his/her/its name in the Depository Register as at 72 hours before the time fixed for holding the AGM, as certified by the CDP to the Company.
12. Any amendments or modifications made in a Proxy Form must be initialled by the person who signs the Proxy Form.