

**IMPORTANT:**

- The Sixty-First Annual General Meeting of the Company ("**Meeting**") is being convened and will be held at M Hotel Singapore, Banquet Suite, Level 10, 81 Anson Road, Singapore 079908 ("**Physical Meeting**") and using virtual meeting technology ("**Virtual Meeting**"). Printed copies of the Notice of Meeting and this proxy form will be sent by post to members. These documents will also be published on the Company's corporate website at [www.cdl.com.sg/agm](http://www.cdl.com.sg/agm) and the SGX website at [www.sgx.com/securities/company-announcements](http://www.sgx.com/securities/company-announcements).
- A member who wishes to appoint a proxy/proxies (other than the Chairman of the Meeting) to attend the Virtual Meeting on his/her/its behalf must, in addition to completing and submitting a Proxy Form appointing a proxy(ies), pre-register his/her/its proxy/proxies at the pre-registration website at [www.cdl.com.sg/agm2024](http://www.cdl.com.sg/agm2024), by **10.00 a.m. on 21 April 2024**.
- Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of proxy/proxies.
- This proxy form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by CPFIS and SRS investors. CPFIS and SRS investors who wish to exercise their voting rights should approach their CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on 12 April 2024**.

**Personal Data Privacy**

- By submitting a proxy form appointing a proxy/proxies, the member accepts and agrees to the personal data privacy terms set out in the Notice of Meeting dated 26 March 2024.

I/We, (name) \_\_\_\_\_ with NRIC/Passport/Company Registration Number: \_\_\_\_\_

of (address) \_\_\_\_\_

being a member/members of City Developments Limited (the "**Company**"), hereby appoint:

Name	Email Address	NRIC/Passport No.	Proportion of Shareholdings	
			No. of shares	%

and/or

Name	Email Address	NRIC/Passport No.	Proportion of Shareholdings	
			No. of shares	%

as my/our proxy/proxies, to attend, speak and vote for me/us on my/our behalf at the Sixty-First Annual General Meeting of the Company (the "Meeting") to be convened and held at M Hotel Singapore, Banquet Suite, Level 10, 81 Anson Road, Singapore 079908 and using virtual meeting technology on **Wednesday, 24 April 2024 at 10.00 a.m.** and at any adjournment thereof in the following manner as specified below. I/We direct my/our proxy/proxies to vote for or against or abstain from voting on the resolutions to be proposed at the Meeting as indicated hereunder. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/her/their discretion.

No.	Resolutions	For*	Against*	Abstain*
<b>(A)</b>	<b>ORDINARY BUSINESS:</b>			
1.	Receipt of the Directors' Statement, Audited Financial Statements and the Auditors' Report thereon.			
2.	Declaration of a Final Ordinary Dividend.			
3.	Approval of Directors' fees of up to \$2,000,000 for the financial year ending 31 December 2024.			
4.	Re-election of Directors retiring in accordance with Clause 83(a) of the Constitution of the Company:	(a) Mr Kwek Leng Beng		
		(b) Mr Sherman Kwek Eik Tse		
		(c) Mr Lee Jee Cheng Philip		
		(d) Ms Chan Swee Liang Carolina (Carol Fong)		
5.	Re-appointment of KPMG LLP as Auditors.			
<b>(B)</b>	<b>SPECIAL BUSINESS:</b>			
6.	Authority for Directors to issue ordinary shares and/or make or grant offers, agreements or options pursuant to Section 161 of the Companies Act 1967 and the listing manual of Singapore Exchange Securities Trading Limited.			
7.	Renewal of Share Purchase Mandate.			
8.	Renewal of IPT Mandate for Interested Person Transactions.			

\* Voting will be conducted by poll. If you wish your proxy/proxies to cast all your votes "For" or "Against", please tick (✓) within the "For" or "Against" box provided in respect of that resolution. Alternatively, please indicate the number of shares "For" or "Against" in the "For" or "Against" box provided in respect of that resolution. If you wish your proxy/proxies to abstain from voting on a resolution, please tick (✓) within the "Abstain" box provided in respect of that resolution. Alternatively, please insert the relevant number of shares in the "Abstain" box provided in respect of that resolution. In any other case, the proxy/proxies may vote or abstain as the proxy/proxies deem(s) fit on any of the below resolutions if no voting instruction is specified, and on any other matter arising at the Meeting and at any adjournment thereof.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2024.

No. of Ordinary Shares Held

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

**Notes:**

1. Each of the resolutions to be put to the vote of members at the Meeting (and at any adjournment thereof) will be voted on by way of a poll.
2. Please insert the total number of ordinary shares held by you. If you have ordinary shares entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number of ordinary shares. If you have ordinary shares registered in your name in the Register of Members (maintained by or on behalf of the Company), you should insert that number of ordinary shares. If you have ordinary shares entered against your name in the Depository Register and ordinary shares registered in your name in the Register of Members, you should insert the aggregate number of ordinary shares. If no number is inserted, this form of proxy will be deemed to relate to all the ordinary shares held by you.
3. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the Meeting. Where such member's proxy form appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the proxy form.  
(b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the Meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's proxy form appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the proxy form.  
"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967.
4. A proxy need not be a member of the Company.
5. CPFIS or SRS investors who hold shares in the Company through CPF Agent Banks/SRS Operators:
  - (a) may vote "live" at the Physical Meeting or Virtual Meeting if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
  - (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 12 April 2024.

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6. The Proxy Form must be submitted to the Company in the following manner:
  - (a) if submitted personally or by post, be lodged with the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632; or
  - (b) if submitted electronically, via email to the Company's Share Registrar at [CDL@boardroomlimited.com](mailto:CDL@boardroomlimited.com), or via the pre-registration website at [www.cdl.com.sg/agm2024](http://www.cdl.com.sg/agm2024), in each case, 10.00 a.m. on 21 April 2024, being not less than 72 hours before the time for holding the Meeting.
7. Completion and return of this proxy form shall not preclude a member from attending, speaking and voting at the Meeting if the member so wishes. A member who attends the Physical Meeting in person or accesses the Virtual Meeting via the "live" audio-visual webcast of the Meeting proceedings may revoke the appointment of a proxy/proxies at any time before voting commences and, in such an event, the Company reserves the right to refuse entry by the proxy/proxies into the Physical Meeting and/or terminate the proxy/proxies' access to the "live" audio-visual webcast of the Meeting proceedings.
8. The proxy form must, if submitted personally, by post, or electronically via email, be signed under the hand of the appointor or of his/her attorney duly authorised in writing or, if submitted electronically via the online process through the Pre-Registration Page, be authorised by the appointor via the online process through the website. Where the proxy form is executed by a corporation, it must, if submitted personally, by post, or electronically via email, be executed either under its seal or under the hand of its attorney or a duly authorised officer or, if submitted electronically via the online process through the Pre-Registration Page, be authorised by the appointor via the online process through the website.
9. 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 its representative at the Meeting, in accordance with Section 179 of the Companies Act 1967.
10. The Company shall be entitled to reject the 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 form of proxy (including any related attachment). In addition, in the case of a member whose ordinary shares are entered in the Depository Register, the Company may reject any form of proxy lodged if the member, being the appointor, is not shown to have ordinary shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company.

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61ST AGM  
PROXY FORM

Affix  
Postage  
Stamp

**CITY DEVELOPMENTS LIMITED**  
**c/o The Share Registrar**  
BOARDROOM CORPORATE & ADVISORY SERVICES PTE. LTD.  
1 Harbourfront Avenue  
Keppel Bay Tower #14-07  
Singapore 098632

3rd fold and glue all sides firmly overleaf. Do not staple.