# AXINGTON INC.

(Company Registration No.: LL12218)
(A Company incorporated under the Labuan Companies Act 1990, Malaysia)

## PROXY FORM
## ANNUAL GENERAL MEETING

**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. Printed copies of the Notice of AGM and this Proxy Form will not be sent to members of the Company. The Annual Report, the Notice of AGM and this Proxy Form may be accessed on SGXNet at the URL https://globalmeeting.bigbangdesign.co/axington/.
3. Due to the current COVID-19 situation in Singapore, members of the Company will not be able to attend the AGM in person. Instead, alternative arrangements relating to, among others, attendance at the AGM, submissions of questions in advance of the AGM, and/or voting at the AGM are set out in the Notice of AGM dated 5 May 2022.
4. By submitting a Proxy Form, a member of the Company is deemed to have accepted and agreed to the personal data privacy terms set out in the Notice of AGM dated 5 May 2022.
5. **Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of proxy/proxies to vote on his/her/its behalf at the AGM.**

I/We* _____ (name) _____ (NRIC/Passport No./Company Registration No.) of

_____ (address) being a member/members* of **AXINGTON INC.** (the "**Company**"), hereby appoint:

| **Name** | **NRIC/ Passport Number** | **Proportion of Shareholdings** | |
|---|---|---|---|
| | | **Number of Shares** | **%** |
| **Address and Email Address** | | | |

*and/or

| **Name** | **NRIC/ Passport Number** | **Proportion of Shareholdings** | |
|---|---|---|---|
| | | **Number of Shares** | **%** |
| **Address and Email Address** | | | |

or failing him/her*, the Chairman of the AGM ("**Chairman**") as my/our proxy/proxies to attend, speak and vote on my/our* behalf at the AGM to be convened and held by way of electronic means on Friday, 27 May 2022 at 3:00 p.m. and at any adjournment thereof in the following manner. *I/We direct *my/our proxy/proxies to vote for or against or abstain from voting on the resolutions to be proposed at the AGM as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the AGM and/or at any adjournment thereof, the *proxy/proxies may vote or abstain from voting at his/her discretion. Where the Chairman is appointed as proxy and in the absence of specific directions as to voting is given, the appointment of the Chairman as your proxy will be treated as invalid.

| **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 2021 together with the Directors' Statement and Auditors' Report thereon. | | | |
| Resolution 2 | To re-elect Mr. Ang Chiang Meng as a Director of the Company pursuant to Article 97 of the Company's Articles of Association. | | | |
| Resolution 3 | To re-elect Mr. Luke Anthony Furler as a Director pursuant to Article 101 of the Company's Articles of Association. | | | |
| Resolution 4 | To approve payment of Directors' fees of SGD144,000 for the financial year ending 31 December 2022 to be paid quarterly in arrears. | | | |
| Resolution 5 | To re-appoint Foo Kon Tan LLP as the Company's Auditors and to authorise the Directors of the Company to fix their remuneration. | | | |

** Delete where inapplicable*

Voting will be conducted by poll. If you wish to exercise all your votes "For" or "Against" or "Abstain" for each resolution, please indicate so with a (✓) within the box provided. Alternatively, please indicate the number of votes "For" or "Against" or "Abstain" against each resolution in the boxes provided as appropriate. **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 _____ 2022

| **Total Number of Shares held in:** | |
|---|---|
| CDP Register | |
| Register of Members | |

_____

Signature of member(s)
or, Common Seal of Corporate Member

**IMPORTANT: PLEASE READ THE NOTES OVERLEAF.**

**Notes:-**

1. Please insert the total number of shares in the capital of the Company ("**Shares**") held by you. If you have Shares entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members (maintained by or on behalf of the Company), you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares. If no number is inserted, the proxy shall be deemed to relate to all the Shares held by you (in both the Depository Register and the Register of Members).

2. Due to the current COVID-19 situation in Singapore, members will not be able to attend the AGM in person. Instead, alternative arrangements have been put in place to allow members of the Company to participate at the AGM by (a) observing and/or listening to the AGM proceedings via Live Webcast or live audio-only stream; (b) submitting questions to the Chairman of the AGM in advance of, or live at, the AGM; and/or (c) voting "live" at the AGM or by the members of the Company themselves or their duly appointed proxies via electronic means or appointing the Chairman of the AGM as proxy to vote on their behalf at the AGM. Please refer to the notes to the Notice of AGM dated 5 May 2022 for further information, including the steps to be taken by members of the Company to participate at the AGM.

3. Proxy Forms must be submitted to the Company in the following manner:

   (a) by email to the Company's Share Registrar, Tricor Barbinder Share Registration Services, at sg.is.proxy@sg.tricorglobal.com; or

   (b) by post to the Company's Share Registrar, Tricor Barbinder Share Registration Services, at 80 Robinson Road #11-02 Singapore 068898,

   **in either case, no later than 3:00 p.m. on 25 May 2022.**

   In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed Proxy Forms by post, members are strongly encouraged to submit completed Proxy Forms electronically via email to the Company so as to reach the Company not less than 48 hours before the time appointed for holding the AGM.

4. A proxy need not be a member of the Company.

5. A member of the Company is entitled to appoint not more than two proxies. Where such member appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the Proxy Form.

6. Members of the Company who hold shares through a relevant intermediary (as defined in Section 181 of the Companies Act) and who wish to exercise their votes by appointing the Chairman of the AGM as proxy should approach their respective relevant intermediaries to submit their voting instructions at least 7 working days before the AGM (i.e. **by 3:00 p.m on 17 May 2022**) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the AGM to vote on their behalf **no later than 3.00 p.m. on 25 May 2022**.

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 to attend the AGM, in accordance with its articles of association.

8. Where a Proxy Form is executed by an individual, it must be executed under the hand of the individual or his/her attorney duly authorised in writing. Where a Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or officer duly authorised in writing.

9. Where a Proxy Form is signed on behalf of an individual or a corporation, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be submitted to the Company together with the Proxy Form, failing which the Proxy Form may be treated as invalid.

10. Any amendments or modifications made in a Proxy Form must be initialled by the person who signs the Proxy Form.

**General:**

The Company shall be entitled to reject this 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 this proxy form. In addition, in the case of Shares entered in the Depository Register, the Company may reject any proxy form lodged 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, as certified by The Central Depository (Pte) Limited to the Company.

**Personal Data Privacy:**

By submitting this proxy form, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 5 May 2022.