# MEWAH INTERNATIONAL INC.

(Incorporated in the Cayman Islands) (Company No. CR-166055)

# **ANNUAL GENERAL MEETING - DEPOSITOR PROXY FORM**

We, The Central Depository (Pte) Limited ("CDP"), being a member of **MEWAH INTERNATIONAL INC.** (the "Company"), pursuant to Article 77(1)(b) of the Company's Memorandum and Articles of Association are deemed to have appointed the person whose name and particulars are set out in Part I below (the "Depositor(s)"), in respect of such number of shares (the "Depositor(s) Shares") set out against his/her/its name in the Depository Register maintained by CDP as at **17 June 2020** (the "Cut Off Date"), as our proxy to vote for us on our behalf at the Annual General Meeting of the Company to be **held by way of electronic means on Friday, 19 June 2020 at 10.30 a.m.** and at any adjournment thereof (the "Annual General Meeting").

		r, 19 June 2020 at 10.30 a.m. and at any adjournment thereof (the "Annual General N		way or electi	Offic filedits
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	OR, in the event the Company receives a Depositor Proxy Form which is: (i) duly completed and signed/executed by the said Depositor(s); and (ii) submitted by the requisite time and date, and to the requisite office as indicated below,				
	we hereby appoint the Chairman of the AGM, as our proxy to vote for us on our behalf at the AGM, provided that such details have				
	been verified in Part IV by the affixing of the common seal or signature of or on behalf of the Depositor(s) named in Part I, and on the basis that the Chairman of the AGM is authorised to vote in respect of all of the Depositor(s) Shares. The Chairman of the AGM				
	is hereby directed to vote for or against the resolutions to be proposed at the AGM as indicated hereunder. If no specific direction				
	as to voting is given, the Chairman of the AGM may vote or abstain from voting at his/her discretion, as he/she will on any other matter arising at the AGM. We further hereby authorise and direct the Company to accept this Depositor Proxy Form(s) in respect				
		positor(s) Shares.		,	. , .
II.	No.	Ordinary Resolution	For	Against	Abstain
	1.	To receive and adopt the Directors' Statement and the Audited Financial Statements of the Company and its subsidiaries for the financial year ended 31			
	2.	December 2019 together with the Auditors' Report thereon.			
	۷.	To re-elect Ms Bianca Cheo Hui Hsin, a Director retiring pursuant to Article 86(1) of the Company's Memorandum and Articles of Association.			
	3.	To re-elect Dr Foo Say Mui (Bill), a Director retiring pursuant to Article 86(1) of the Company's Memorandum and Articles of Association.			
	4.	To re-elect Datuk Dr Fawzia Binti Abdullah, a Director retiring pursuant to Article			
	5.	86(1) of the Company's Memorandum and Articles of Association.  To approve the payment of Directors' Fees amounting to \$\$240,000 (2019:			
		S\$252,000) for the financial year ending 31 December 2020 to be paid at the end of each quarter during the financial year.			
	6.	To re-appoint Messrs PricewaterhouseCoopers LLP as the Company's Auditors and to authorise the Directors to fix their remuneration.			
	7.	To authorise the Directors to allot or issue shares or convertible securities in the			
	8.	capital of the Company.  To approve the renewal of the Shareholders' mandate for Interested Person Transactions.			
	9.	To approve the renewal of the Share Purchase Mandate.			
	* Please indicate your vote "For", "Against" or "Abstain" with a tick (✔) within the box provided.				
	Dated this	day of 2020			
III.	The Central Depository (Pte) Limited				
	Lift to the same of the same o				
	Signature of Director				
	TO BE COMPLETED BY DEPOSITOR(S) IF HE/SHE/IT WISHES TO NOMINATE THE CHAIRMAN OF AGM AS PROXY UNDER PART II				
IV.	For Indi	I			
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	Signatur	e of Direct Account Holder Signature of Director Signature of Directo	r/Secretary	Coi	mmon Seal

### **IMPORTANT: PLEASE READ THE NOTES BELOW**

- The AGM is being convened, and will be held, by electronic means in accordance with the Additional Guidance on the Conduct of General Meetings During Elevated Safe Distancing Period and checklist jointly issued by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and Singapore Exchange Regulation on 13 April 2020, which are based on the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 and the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) (Amendment No. 2) Order 2020.
- (2) PLEASE READ THE NOTES BELOW which contain instructions on, *inter alia*, the appointment of the Chairman of the AGM as a Depositor's proxy to attend, speak and vote on his/her/its behalf at the AGM.

#### Notes:

Part I

Due to the current COVID-19 restriction orders in Singapore, a Depositor will NOT be able to attend the AGM in person. A Depositor (whether individual or corporate) must either complete this Depositor Proxy Form to effect the appointment by CDP of the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM in respect of the Depositor(s) Shares or pre-register with the Company if such Depositor wishes to exercise his/her/its voting rights as a proxy of CDP at the AGM via electronic means. This Depositor Form accessed website Proxv may be at the Company's at https://www.mewahgroup.com/Announcements.php, and will also be made available on the website of the Singapore Exchange Securities Trading Limited at https://www.sgx.com/securities/company-announcements...

Where a Depositor (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 each of the resolutions set out in this Depositor Proxy Form, failing which the Chairman of the AGM may vote or abstain from voting at his/her discretion.

Part II

Please indicate with an "✓" in the appropriate box against each resolution how you wish the Chairman of the AGM to vote. If this Depositor Proxy Form is deposited without any indication as to how the Chairman of the AGM shall vote, the Chairman of the AGM may vote or abstain from voting at his/her discretion.

Part V

- This Depositor Proxy Form, duly completed, must be submitted by the Depositor(s) in the following manner:
  - if submitted by post, by depositing the duly completed Depositor Proxy Form at the office of the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower Singapore 048623; or
  - (ii) if submitted electronically, by scanning and submitting the duly completed Depositor Proxy Form via email to the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at srs.teamc@boardroomlimited.com,

in either case, not later than 48 hours before the commencement of the meeting.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for Depositors to submit completed Depositor Proxy Forms by post, Depositors are strongly encouraged to scan and submit the completed Depositor Proxy Form electronically via email.

If a Depositor(s) wishes to appoint the Chairman of the AGM as his/her/its proxy, this Depositor Proxy Form must be signed by the Depositor(s) or his/her/its attorney duly authorised in writing. In the case of Joint Depositor(s), all Joint Depositor(s) must sign this Depositor Proxy Form. If the Depositor(s) is a corporation, this Depositor Proxy Form must be executed under its common seal or under the hand of an officer or its attorney duly authorised. The power of attorney or other authority appointing the attorney or a notarially/duly certified copy thereof must be attached to this Depositor Proxy Form if it is signed by an attorney.

## **GENERAL**

The Company shall be entitled to reject any Depositor Proxy Form which is incomplete, improperly completed or illegible or where the true intentions of the Depositor(s) are not ascertainable from the instructions of the Depositor(s) specified on any Depositor Proxy Form. It is the Depositor's responsibility to ensure that this Depositor Proxy Form is properly completed. Any decision to reject this Depositor Proxy Form on the grounds that it is incomplete, improperly completed or illegible will be final and binding and neither the Company, CDP nor Boardroom Corporate & Advisory Services Pte. Ltd. accepts any responsibility for the consequences of such a decision. Completion and return of this Depositor Proxy Form by a Depositor will not prevent him/her/it from attending and voting via electronic means at the AGM as proxy of CDP if he/she/it subsequently wishes to do so, provided that in the event of such attendance and voting by the Depositor's via electronic means, the Depositor Proxy Form submitted by the Depositor(s) shall be deemed to be revoked.

### **PERSONAL DATA PRIVACY**

By submitting an instrument appointing the Chairman as proxy and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.