

# Proxy Form

**Sembcorp Industries Ltd**  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 199802418D)

## IMPORTANT

- The Extraordinary General Meeting ("EGM") 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. Printed copies of the Notice of EGM will not be sent to members. Instead, the Notice of EGM will be sent to members by electronic means via publication on the Company's website at the URL <https://www.sembcorp.com/en/investor-relations/extraordinary-general-meeting/>. The Notice of EGM will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
- Alternative arrangements relating to (i) attendance at the EGM via electronic means (including arrangements by which the EGM can be electronically accessed via live audio-visual webcast or live audio-only stream), (ii) submission of questions to the Chairman of the EGM in advance of, or "live" through the audio-visual webcast platform at, the EGM and (iii) voting at the EGM (a) "live" by the member or his/its duly appointed proxy(ies) (other than the Chairman of the EGM) via electronic means or (b) by appointing the Chairman of the EGM as proxy to vote on the member's behalf at the EGM, are set out in the accompanying Company's announcement dated 22 October 2022. This announcement may be accessed at the Company's website at the URL <https://www.sembcorp.com/en/investor-relations/sgx-announcements/>, and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
- To keep physical interactions and COVID-19 transmission risk to a minimum, the Company is not providing for physical attendance by members at the EGM. A member who wishes to exercise his/its voting rights at the EGM may: (i) (where the member is an individual) vote "live" via electronic means at the EGM or (whether the member is an individual or a corporate) appoint a proxy(ies) (other than the Chairman of the EGM) to vote "live" via electronic means at the EGM on his/its behalf; or (ii) (whether the member is an individual or a corporate) appoint the Chairman of the EGM as his/its proxy to vote on his/its behalf at the EGM.**
- 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 CPF or SRS investors. CPF and SRS investors: (i) may vote "live" via electronic means at the EGM 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 (ii) may appoint the Chairman of the EGM as proxy to vote on their behalf at the EGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5:00 p.m. on 27 October 2022.
- By submitting an instrument appointing a proxy(ies), the member accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 22 October 2022.
- Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of a proxy(ies).**

## Extraordinary General Meeting

I / We \_\_\_\_\_ (Name) \_\_\_\_\_ (NRIC / Passport / Co Regn No.)

of \_\_\_\_\_ (Address)

being a member / members of SEMBCORP INDUSTRIES LTD (the "Company") hereby appoint:

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

and/or (delete as appropriate)

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

^ Appointed proxy(ies) will be prompted via email (within 2 business days after the Company's receipt of a validly completed and submitted instrument appointing a proxy(ies)) to pre-register at the pre-registration website at the URL <https://www.sembcorp.com/en/investor-relations/extraordinary-general-meeting/>, in order to access the live audio-visual webcast or live audio-only stream of the EGM proceedings.

or if no proxy is named, the Chairman of the EGM as my / our proxy / proxies to attend, speak and vote for me / us on my / our behalf at the EGM of the Company to be convened and held by way of electronic means on **Tuesday, 8 November 2022** at **10:00 a.m.** (Singapore time) and at any adjournment thereof in the following manner:

Ordinary Resolution	For	Against	Abstain
To approve the Proposed Sale			

*Voting will be conducted by poll. If you wish your proxy / proxies to cast all your votes "For" or "Against" the resolution, please indicate with an "X" in the "For" or "Against" box provided in respect of the resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box provided in respect of the resolution. If you wish your proxy / proxies to abstain from voting on the resolution, please indicate with an "X" in the "Abstain" box provided in respect of the resolution. Alternatively, please indicate the number of shares your proxy / proxies is directed to abstain from voting in the "Abstain" box provided in respect of the resolution. In any other case, the proxy / proxies may vote or abstain as the proxy / proxies deem(s) fit on the resolution if no voting instruction is specified.*

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2022.

<b>Total Number of Shares Held</b>

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

\_\_\_\_\_  
Contact Number /  
Email Address of Member(s)

Glue all sides firmly. Stapling & spot sealing is disallowed.

1. If the member has shares entered against his name in the Depository Register (maintained by The Central Depository (Pte) Limited), he should insert that number of shares. If the member has shares registered in his name in the Register of Members (maintained by or on behalf of the Company), he should insert that number of shares. If the member has shares entered against his name in the Depository Register and shares registered in his name in the Register of Members, he should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by the member.
2. **To keep physical interactions and COVID-19 transmission risk to a minimum, the Company is not providing for physical attendance by members at the EGM. A member who wishes to exercise his/its voting rights at the EGM may: (i) (where the member is an individual) vote "live" via electronic means at the EGM or (whether the member is an individual or a corporate) appoint a proxy(ies) (other than the Chairman of the EGM) to vote "live" via electronic means at the EGM on his/its behalf; or (ii) (whether the member is an individual or a corporate) appoint the Chairman of the EGM as his/its proxy to vote on his/its behalf at the EGM.** This proxy form may be accessed at the Company's website at the URL <https://www.semcorp.com/en/investor-relations/extraordinary-general-meeting/>, and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
3. (i) A member who is not a relevant intermediary is entitled to appoint not more than two proxies. Where such member's instrument appointing a proxy(ies) appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.  
(ii) A member who is a relevant intermediary is entitled to appoint more than two proxies, 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 instrument appointing a proxy(ies) 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 instrument.  
"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. The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:
  - (i) if submitted by post, be lodged at the office of the Company's Share Registrar, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902; or
  - (ii) if submitted electronically, be submitted (i) via email to the Company's Share Registrar at [gpe@mnscingapore.com](mailto:gpe@mnscingapore.com) or (ii) via the pre-registration website at the URL <https://www.semcorp.com/en/investor-relations/extraordinary-general-meeting/>.in each case, not less than 72 hours before the time appointed for holding the EGM.  
A member who wishes to submit an instrument appointing a proxy(ies) by post or via email must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above. Alternatively, a member may download, complete and authorise the proxy form by way of the affixation of an electronic signature, before sending it by email to the email address provided above.  
**Due to the current COVID-19 situation in Singapore, members are strongly encouraged to submit completed instruments appointing a proxy(ies) electronically via email or via the pre-registration website at the URL <https://www.semcorp.com/en/investor-relations/extraordinary-general-meeting/>.**
6. Completion and return of the instrument appointing a proxy(ies) does not preclude a member from attending, speaking and voting at the EGM. A member who accesses the live audio-visual webcast or live audio-only stream of the EGM proceedings may revoke the appointment of a proxy(ies) at any time before voting commences and in such an event, the Company reserves the right to terminate the proxy(ies)' access to the live audio-visual webcast and live audio-only stream of the EGM proceedings.
7. The instrument appointing a proxy(ies) must, if submitted by post or electronically via email, be signed under the hand of the appointor or of his attorney duly authorised in writing, or if submitted electronically via the pre-registration website at the URL <https://www.semcorp.com/en/investor-relations/extraordinary-general-meeting/>, be authorised by the appointor via the website. Where the instrument appointing a proxy(ies) is executed by a corporation, it must, if submitted by post or electronically via email, be executed either under its seal or under the hand of an officer or attorney duly authorised, or if submitted electronically via the pre-registration website at the URL <https://www.semcorp.com/en/investor-relations/extraordinary-general-meeting/>, be authorised by the appointor via the website. Where an instrument appointing a proxy(ies) 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), if the instrument is submitted by post, be lodged with the instrument or, if the instrument is submitted electronically via email, be emailed with the instrument, failing which the instrument may be treated as invalid.
8. The Company shall be entitled to reject the instrument appointing a proxy(ies) if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing the proxy(ies) (including any related attachment). In addition, in the case of members whose shares are entered against their names in the Depository Register, the Company may reject any instrument appointing a proxy(ies) lodged or submitted if such members are not shown to have shares entered against their names in the Depository Register 72 hours before the time appointed for holding the EGM as certified by The Central Depository (Pte) Limited to the Company.

Fold along this line



Postage will be  
paid by  
addressee.  
For posting in  
Singapore only.

**BUSINESS REPLY SERVICE  
PERMIT NO. 06735**



The Company Secretary  
**Semcorp Industries Ltd**  
c/o M & C Services Private Limited  
112 Robinson Road #05-01  
Singapore 068902

Glue all sides firmly. Stapling & spot sealing is disallowed.