

ASIAPHOS LIMITED

(Company Registration No. 201200335G)
(Incorporated in the Republic of Singapore)

PROXY FORM

IMPORTANT:

1. The Annual General Meeting (the "Meeting") is being convened and will be 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. Printed copies of this Proxy Form will not be sent to shareholders. This Proxy Form will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
2. Alternative arrangements relating to attendance at the Meeting 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 AGM in advance or during the AGM via an online chat box, addressing of substantial and relevant questions at the AGM and voting electronically or by a proxy(ies) to attend and vote electronically during the AGM are set out in the accompanying Company's announcement dated 12 April 2022. This announcement may be accessed on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
3. Due to the current COVID-19 restriction orders in Singapore, a shareholder will not be able to attend the AGM in person. A shareholder (whether individual or corporate may (i) attend and vote (in real time) or (ii) appoint a proxy(ies) to attend and vote (in real time) at the AGM via electronic means.
4. This Proxy Form is not valid for use by SRS investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
5. Prior to the AGM, shareholders are encouraged to email their questions together with their full names, identification numbers, contact numbers and email addresses and manner in which they hold shares in the Company to cossec@asiaphos.com.
6. **PLEASE READ THE NOTES TO THE PROXY FORM WHICH CONTAIN INSTRUCTIONS ON, INTER ALIA, THE APPOINTMENT OF THE CHAIRMAN OF THE MEETING AS A SHAREHOLDER'S PROXY TO ATTEND, SPEAK AND VOTE ON HIS/HER BEHALF AT THE AGM.**

I/We (Name) _____ (NRIC/Passport/UEN No.) _____

of (Address) _____

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

Name	Address	Email address	NRIC/Passport no.	Proportion of shareholdings to be represented by proxy (%)
and/or				

*Chairman of the annual general meeting (the "AGM" or "Meeting") as my/our proxy/proxies to attend, speak and vote for me/us on my/our behalf at the AGM of the Company to be convened and held by electronic means on Wednesday, 27 April 2022 at 2.00 p.m. and at any adjournment thereof. *I/We direct *my/our *proxy/proxies to vote for or against, or to 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/their discretion, as he/they will on any other matter arising at the Meeting and at any adjournment thereof.

No.	Resolutions Relating to:	Number of Votes For ⁽¹⁾	Number of Votes Against ⁽¹⁾	Number of Votes Abstaining ⁽¹⁾
As Ordinary Business				
1	Adoption of Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2021			
2	Re-election of Mr Goh Yeow Tin as a Director of the Company			
3	Re-election of Dr Ong Hian Eng as a Director of the Company			
4	Approval of Directors' fees amounting to S\$108,000 for the financial year ending 31 December 2022, payable quarterly in arrears			
5	Re-appointment of Foo Kon Tan LLP as the Auditor of the Company			
As Special Business				
6	Approval of Mr Goh Yeow Tin's continued appointment as an Independent Director by shareholders			
7	Approval of Mr Goh Yeow Tin's continued appointment as an Independent Director by shareholders (excluding directors, chief executive officer, and their associates)			
8	Approval of Mr Francis Lee Fook Wah's continued appointment as an Independent Director by shareholders			
9	Approval of Mr Francis Lee Fook Wah's continued appointment as an Independent Director by shareholders (excluding directors, chief executive officer, and their associates)			
10	Authority to issue ordinary shares in the capital of the Company and/or instruments			
11	Authority to allot and issue shares under the AsiaPhos Performance Share Plan			

(1) Voting will be conducted by poll. If you wish your proxy/proxies to cast all your votes "For" or "Against" a Resolution, please tick in the "For" or "Against" box provided. Alternatively, please indicate the number of votes as appropriate. If you wish your proxy/proxies to abstain from voting on a Resolution, please tick in the "Abstain" box provided. Alternatively, please indicate the number of shares that your proxy/proxies is/are directed to abstain from voting.

Dated this _____ day of _____, 2022

Total Number of Shares in:	Number of Shares
(a) CDP Register	
(b) Register of Members	

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

* Delete where inapplicable

IMPORTANT: PLEASE READ NOTES OVERLEAF

Notes:

1. Due to the current COVID-19 restriction orders in Singapore, a shareholder will not be able to attend the AGM in person and can only participate in the AGM via electronic means. Alternative arrangements relating to the attendance at the AGM have been put in place to allow shareholders to electronically access the AGM by (a) watching the AGM proceedings via "live" audio-visual webcast or listening to the AGM proceedings via "live" audio-only stream, (b) submitting questions to the Chairman of the AGM in advance or during the AGM via an online chat box, and/or (c) voting electronically or by appointing a proxy(ies) to attend and vote electronically during the AGM. This Proxy Form may be accessed on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. In appointing 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 form of proxy, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

Completion and return of the instrument appointing the Chairman of the AGM or an individual as proxy(ies) will not prevent a shareholder from attending and voting via electronic means at the AGM if he/she/it subsequently wishes to do so, provided that in the event of such attendance by the shareholder via electronic means, the relevant instrument submitted by the shareholder shall be deemed to be revoked.

2. SRS investors who wish to appoint the Chairman of the AGM as proxy should approach their respective SRS Operators to submit their votes by 2.00 pm on 18 April 2022, being 7 working days before the date of the AGM.
3. A proxy need not be a shareholder of the Company. The Chairman of the Meeting, as proxy, need not be a shareholder of the Company.
4. A shareholder should insert the total number of shares held in the Proxy Form. If the shareholder has shares entered against his/her name in the Depository Register maintained by The Central Depository (Pte) Limited ("CDP"), he/she should insert that number of shares. If the shareholder has shares registered in his/her name in the Register of Shareholder of the Company, he/she should insert that number of shares. If the shareholder has shares entered against his/her name in the said Depository Register and registered in his/her name in the Register of Shareholder, he/she should insert the aggregate number of shares. If no number is inserted, this proxy form will be deemed to relate to all the shares held by the shareholder.
5. A member who is a relevant intermediary entitled to attend the meeting and vote (whether to vote in favour of or against, or to abstain from voting) is entitled to appoint the Chairman as proxy to attend and vote (whether to vote in favour of or against, or to abstain from voting) instead of the member, but the Chairman must be appointed to exercise the rights attached to a different share or shares held by such member. Relevant intermediaries also have rights to submit questions prior to AGM and have substantial and relevant questions answered.

"Relevant intermediary" means:

- (a) a banking corporation licensed under the Banking Act (Chapter 19) or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;
 - (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Chapter 289) and who holds shares in that capacity; or
 - (c) the Central Provident Fund Board established by the Central Provident Fund Act (Chapter 36), in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
6. The Proxy Form must be submitted to the Company in the following manner:
 - (a) if submitted by post, be lodged at the Company's registered office at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632, Attention: Share Registrar of AsiaPhos Limited; or
 - (b) if submitted electronically, be received by the Company at cosec@asiaphos.com,

in either case, not later than 2.00 pm on 25 April 2022, being not less than 48 hours before the time appointed for holding the AGM.

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 before scanning and sending it by email to the email address provided above. In view of the COVID-19 restrictions orders in Singapore which may make it difficult for shareholders to submit completed Proxy Forms by post, shareholders are strongly encouraged to submit completed Proxy Forms electronically via email.

7. The Proxy Form must be executed under the hand of the appointor or of his attorney duly authorised in writing or if the appointor is a corporation, it must be executed either under its common seal or under the hand of an officer or attorney so authorised.
8. Where the Proxy Form is signed on behalf of the appointor by an attorney or a duly appointed officer, the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney must (failing previous registration) be deposited with the Proxy Form, failing which the Proxy Form may be treated as invalid.
9. A corporation which is a shareholder may by resolution of its directors or other governing body authorise such person as it thinks fit to act as its representative at the AGM and the person so authorised shall upon production of a copy of such resolution certified by a director of the corporation to be a true copy, be entitled to exercise the powers on behalf of the corporation so represented as the corporation could exercise in person if it were an individual.
10. The Company shall be entitled to reject a Proxy Form which is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the Proxy Form. In addition, in the case of shares entered in the Depository Register, the Company may reject a Proxy Form if the shareholder, being the appointor, is not shown to have shares entered against his/her name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by CDP to the Company.
11. All shareholders will be bound by the outcome of the AGM regardless of whether they have attended or voted at the AGM.
12. SRS Approved Nominees acting on the request of the SRS investors who wish to appoint the Chairman as their proxy are requested to submit in writing, a list with details of the SRS investors' names, NRIC/Passport numbers, addresses and number of shares held. The list (to be signed by an authorised signatory of the SRS Approved Nominee) shall:
 - (a) if submitted by post, reach the Company's registered office at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632, Attention: Share Registrar of AsiaPhos Limited; or
 - (b) if submitted electronically, must be submitted via email to the Company at cosec@asiaphos.com

in either case not later than **2.00 pm on 25 April 2022**, being not less than 48 hours before the time appointed for holding the AGM.

PERSONAL DATA PRIVACY: By submitting an instrument appointing a proxy(ies) and/or representative(s), the shareholder accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 12 April 2022.