

**SDAI LIMITED**

(formerly known as Kitchen Culture Holdings Ltd.)

(Company Registration Number: 201107179D)

(Incorporated in the Republic of Singapore)

**PROXY FORM****IMPORTANT:**

- For investors who have used their Supplementary Retirement Scheme monies to buy Shares in the Company (the "SRS Investors"), 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 them.
- SRS Investors:
  - may vote at the AGM if they are appointed as proxy by their respective SRS Operators, and should contact their respective SRS Operators if they have any queries regarding their appointment as proxy; or
  - 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 SRS Operators to submit their votes at least seven (7) working days before the AGM, i.e., by 29 April 2024, to allow sufficient time for their respective relevant intermediaries to, in turn, submit a Proxy Form to appoint the Chairman of the Meeting to vote on their behalf.

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

Company Registration No.) of \_\_\_\_\_ (Address)

being a member/members\* of SDAI LIMITED (the "Company") hereby appoint:

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

and/or\*

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

or failing the person, or either or both of the persons referred to above, the Chairman of the annual general meeting ("AGM" or the "Meeting") of the Company as my/our\* proxy(ies) to attend, speak and vote for me/us\* on my/our\* behalf at the AGM of the Company to be held on Friday, 10 May 2024 at 10.00 a.m. (Singapore Time) in a wholly physical format at Veranda 3 Room, Grand Copthorne Waterfront Hotel, 392 Havelock Road, Singapore 169663 or at any adjournment thereof.

I/We\*direct my/our\* proxy(ies) to vote for, 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 at any adjournment thereof, the \*proxy/proxies (except where the Chairman of the Meeting is appointed) will vote or abstain from voting at \*his/her/their discretion. In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the Meeting for that resolution will be treated as invalid.**

Please indicate with a "√" in the space provided below to exercise your vote "For" or "Against", or "Abstain" from voting on, the Resolutions as set out in the Notice of AGM dated 25 April 2024. Alternatively, please indicate the number of Shares as appropriate.

The Resolutions put to the AGM will be decided by way of a poll.

No.	Resolution	Number of votes		
		For**	Against**	Abstain**
	<b>Ordinary Business</b>			
1.	To receive and adopt the Directors' Statement and Audited Financial Statements for the eighteen months financial period from 1 July 2021 to 31 December 2022 together with the Independent Auditor's Report thereon.			
2.	To approve the payment of Directors' fees of S\$152,222 for the financial year ended 31 December 2023.			
3.	To approve the payment of Directors' fees of S\$250,000 for the financial year ending 31 December 2024 to be paid quarterly in arrears.			
4.	To re-elect Mdm Hao Dongting as a Director of the Company.			
5.	To re-elect Mr Yip Kean Mun as a Director of the Company.			
6.	To re-elect Mr James Beeland Rogers, Jr. as a Director of the Company.			
7.	To re-elect Mr Lam Kwong Fai as a Director of the Company.			
8.	To re-elect Mr Tan Meng Shern as a Director of the Company.			
9.	To re-elect Mr Cheung Wai Man Raymond as a Director of the Company.			
10.	To re-appoint Messrs Foo Kon Tan LLP as the external auditors of the Company and to authorise the Directors to fix their remuneration.			
	<b>Special Business</b>			
11.	To authorise the Directors to allot and issue shares and convertible securities.			

Please note that the short description given above of the Resolutions to be passed does not in any way whatsoever reflect the intent and purpose of the Resolutions. The short description has been inserted for convenience only. Shareholders are encouraged to refer to the Notice of AGM dated 25 April 2024 for the full purpose and intent of the Resolutions to be passed.

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

Total no. of shares in	No. of shares
(a) in Depository Register	
(b) in Register of Members	

Signature(s) / Common Seal of Member(s)

\* Delete where inapplicable

**IMPORTANT: PLEASE READ NOTES OVERLEAF**

## NOTES FOR PROXY FORM

1. For this AGM, members of the Company (including relevant intermediaries) may vote by way of this Proxy Form appointing the Chairman of the Meeting to vote in accordance with the Proxy Form or by their duly appointed proxies as set out in the Notice of AGM.
2. Please insert the total number of shares held by you: (a) if you have shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001 of Singapore), you should insert that number; (b) if you have shares registered in your name in the Register of Members of the Company, you should insert that number; and (c) if you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members of the Company, you should insert the aggregate of the numbers. If no number is inserted, this Proxy Form shall be deemed to relate to all the shares held by you.
3. A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies. Where such member's instrument appointing a proxy(ies) appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares held by the member and any second named proxy as an alternate to the first named.
4. A member who is a relevant intermediary is entitled to appoint more than two (2) 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 (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument.
5. "Relevant intermediary" has the meaning ascribed to it in Section 181(6) of the Companies Act 1967 of Singapore.
6. A proxy need not be a member of the Company.
7. The instrument appointing a proxy(ies) must be signed under the hand of the appointor or of his/her attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorised officer. A copy of the power of attorney or such other authority must be submitted together with the instrument appointing a proxy(ies), failing which this Proxy Form may be treated as invalid.
8. The Proxy Form, duly executed, must be submitted to the Company in the following manner:
  - (a) by post to the Share Registrar of the Company, **In.Corp Corporate Services Pte. Ltd., at 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712**; or
  - (b) if submitted electronically, be submitted via email to **shareregistry@incorp.asia**,in any case no later than forty-eight (48) hours before the time and date of the AGM, and failing which, the Proxy Form will not be treated as valid.
9. By submitting this Proxy Form, a member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 25 April 2024.
10. The Company shall be entitled to reject the instrument appointing 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 proxy(ies). In addition, in the case of shares entered in the Depository Register, the Company may reject any instrument appointing proxy(ies) lodged if such members are not shown to have shares entered against their names in the Depository Register as at seventy-two (72) hours before the time appointed for holding the AGM of the Company as certified by The Central Depository (Pte) Limited to the Company.

## PERSONAL DATA PRIVACY:

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 AGM dated 25 April 2024.