

**RAFFLES EDUCATION CORPORATION LIMITED**

(Incorporated in the Republic of Singapore)  
 (Company Registration No. 199400712N)

**EXTRAORDINARY GENERAL MEETING  
 PROXY FORM**

(Please see notes overleaf before completing this  
 Proxy Form)

**IMPORTANT**

1. Due to the COVID-19 situation in Singapore, the AGM will be held via electronic means and members will not be able to attend the AGM in person. Alternative arrangements to attend and participate in the AGM via electronic means include arrangements by which the meeting can be electronically accessed via "live" audio-visual webcast and a "live" audio-only feed, submission of questions in advance of the AGM, addressing of substantial and relevant questions before or at the AGM, and voting by appointing the Chairman of the AGM as proxy at the AGM, are set out in the Notice of AGM dated 8 October 2020 ("**Notice of AGM**"). Please refer to the Notice of AGM for further details on the alternative arrangements including on how to pre-register to participate at the AGM.
2. CPF Investors and SRS Investors, who wish to exercise their votes by appointing the Chairman of the AGM as proxy, should approach their respective relevant intermediaries (which would include, in the case of CPF Investors and SRS Investors, CPF Agent Banks and SRS Operators) through which they hold such shares in order to submit their voting instructions at least seven working days before the AGM.

I/We \_\_\_\_\_ (name), \_\_\_\_\_ (NRIC/ Passport/ Company Registration No.) of \_\_\_\_\_ (address) being a member/members\* of **RAFFLES EDUCATION CORPORATION LIMITED** (the "**Company**", together with its subsidiaries, the "**Group**"), hereby appoint the chairman ("**Chairman**") of the Annual General Meeting (the "**AGM**") of the Company as my/our\* proxy/proxies to attend and to vote for me/us\* on my/our\* behalf at the AGM of the Company to be held by way of electronic means on 30 October 2020 at 11.00 a.m.

I/We\* direct the Chairman of the AGM as my/our\* \*proxy/proxies to vote for or against, or abstain from the ordinary resolutions to be proposed at the AGM as indicated hereunder.

No.	Resolution	For**	Against**	Abstain**
1.	To receive and adopt the Directors' Statement and Audited Financial Statements of the Company for the financial year ended 30 June 2020 together with the Independent Auditor's Report thereon.			
2.	To re-elect Mr Lim How Teck as a Director {retiring pursuant to Article 91}.			
3.	To approve the proposed Directors' fees of S\$257,983/- for the financial year ended 30 June 2020. [2019: S\$241,670/-]			
4.	To re-appoint Messrs BDO LLP as Auditor of the Company and to authorise the Directors to fix their remuneration.			
5.	Authority to allot and issue shares up to fifty per cent (50%) of total issued shares capital.			
6.	Authority to issue shares under the Raffles Education Corporation Employees' Share Option Scheme (Year 2011).			

\* Delete accordingly

\*\* If you wish to exercise all your votes "For" or "Against" on the relevant Resolution, please tick (√) within the relevant box provided. Alternatively, if you wish to exercise your votes both "For" and "Against" the relevant Resolution, please insert the relevant number of Shares in the boxes provided. If you mark "X" in the abstain box for a particular resolution, you are directing the Chairman of the Meeting not to vote on that resolution. In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the Meeting as your proxy for that resolution will be treated as invalid.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2020.

<b>Total number of Shares held in CDP Register (Note 1)</b>

\_\_\_\_\_  
 Signature(s) of Shareholder(s) or  
 Common Seal of Corporate Shareholder

**IMPORTANT: PLEASE READ NOTES OVERLEAF**

**Notes:**

1. Please insert the total number of Shares held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the SFA), you should insert that number of Shares. If you have Shares registered in your name in the register of members of the Company (the “**Register of Members**”), 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 entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.
2. A member will not be able to attend the AGM in person or to vote online or through the Live AGM Webcast or the Live AGM Audio Feed on the proposed resolutions to be tabled for approval at the AGM. Members (whether individual or corporate) who wish to exercise their votes at the AGM must submit a Proxy Form to appoint the Chairman of the AGM to attend the AGM and cast votes on their behalf. Members appointing the Chairman of the AGM as proxy must give specific instructions as to his manner of voting, or abstentions from voting, in the Proxy Form, failing which the appointment will be treated as invalid.
3. The Chairman of the AGM, being a proxy, need not be a member of the Company.
4. This instrument appointing the Chairman of the AGM as a proxy, duly executed, must be submitted (a) by post to the office of the Share Registrar of the Company (B.A.C.S. Private Limited) at 8 Robinson Road, #03-00, ASO Building Singapore 048544 or (b) by email to [main@zicoholdings.com](mailto:main@zicoholdings.com), not less than 48 hours before the time appointed for holding the AGM. 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.
5. The instrument appointing the Chairman of the AGM as proxy must be signed by the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, it must be executed either under its common seal or signed by its attorney or officer duly authorised.
6. Where an instrument appointing the Chairman of the AGM as proxy is signed on behalf of the appointor or by an attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be attached to the instrument of proxy, failing which the instrument may be treated as invalid.
7. Persons who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act), including investors who have used their CPF monies and/or the Supplementary Retirement Scheme monies to buy shares (“**CPF Investors**” and “**SRS Investors**” respectively), who wish to exercise their votes by appointing the Chairman of the AGM as proxy should approach their respective relevant intermediaries (which would include, in the case of CPF Investors and SRS Investors, CPF Agent Banks and SRS Operators) through which they hold such shares in order to submit their voting instructions at least seven working days before the AGM (i.e. by 11.00 a.m. on Wednesday, 21 October 2020).
8. The Company shall be entitled to reject the instrument appointing the Chairman of the AGM as proxy 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 the instrument appointing the Chairman of the AGM as proxy. In addition, in the case of a member whose shares are entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies 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 instrument appointing the Chairman as a proxy, the member is deemed to have accepted and agreed to the personal data privacy terms set out in the Notice of AGM of the Company dated 8 October 2020.