

# BRC ASIA LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration No.: 193800054G)

## PROXY FORM ANNUAL GENERAL MEETING

### IMPORTANT :

1. Alternative arrangements relating to, among others, attendance, submission of questions in advance and/or voting at the AGM are set out in the Annual Report.
2. An investor who holds shares under the Central Provident Fund Investment Scheme ("CPF Investor") and/or the Supplementary Retirement Scheme ("SRS Investor") who wish to vote at the AGM should approach their respective agent banks to submit their votes at least seven (7) working days before the date of the AGM. CPF Investors and/or SRS Investors are requested to contact their respective agent banks for any queries they may have with regard to appointment of the chairman of the AGM as proxy for the AGM.
3. This Proxy Form is not valid for use by CPF/SRS investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

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

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

being a \*member/members of BRC Asia Limited (the "**Company**"), hereby appoint the Chairman of the Meeting as \*my/our proxy to vote for \*me/us on \*my/our behalf at the Annual General Meeting of the Company ("**AGM**") to be held by electronic means on Thursday, 27 January 2022 at 10.00 a.m. and at any adjournment thereof.

\*I/We direct \*my/our proxy to vote for or against or to abstain from voting on the ordinary and special resolutions proposed at the AGM as indicated hereunder. If no specific direction as to voting is given, this Proxy Form shall be disregarded and the proxy shall abstain from voting on any matter arising at the AGM and at any adjournment thereof.

No.	Resolutions	No. of votes for**	No. of votes against**	No. of votes abstaining**
Ordinary Business				
1.	To receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 30 September 2021 and the Auditor's Report thereon.			
2.	To declare a final tax-exempt (one-tier) dividend of 4 Singapore cents per ordinary share for the financial year ended 30 September 2021.			
3.	To declare a special tax-exempt (one-tier) dividend of 4 Singapore cents per ordinary share for the financial year ended 30 September 2021.			
4.	To approve the Directors' fees of S\$425,000 for the financial year ending 30 September 2022 (2021: S\$360,000).			
5.	To re-elect Mr. Teo Ser Luck as Director of the Company (Regulation 104).			
6.	To re-elect Mr. Zhang Xingwang as Director of the Company (Regulation 104).			
7.	To re-elect Ms. Chang Pui Yook as Director of the Company (Regulation 104).			
8.	To re-appoint Ernst & Young LLP as Auditors of the Company and to authorise the Directors to fix their remuneration.			
Special Business				
9.	To authorise Directors to allot and issue shares.			
10.	To approve the renewal of the Share Purchase Mandate.			
11.	To approve the renewal of the Shareholders' Mandate for Interested Person Transactions.			

\*\* If you wish to exercise all your votes "For" or "Against" the Resolutions or if you wish to abstain from voting on the Resolutions in respect of all your votes, please indicate with a "✓" within the box provided. Alternatively, if you wish to exercise some and not all of your votes both "For" and "Against" the Resolutions and/or if you wish to abstain from voting in respect of the Resolutions, please indicate the number of votes "For", the number of votes "Against" and/or the number of votes "Abstaining" in the boxes provided for the Resolutions. For the avoidance of doubt, if you are required under Rule 920 of the Listing Manual to abstain from voting on the Resolutions, you must abstain in respect of all (and not some only) of your votes.

Total No. of Shares in	No. of shares
(a) CDP Register	
(b) Register of Members	

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

*\*Delete where inapplicable.*

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

**IMPORTANT: PLEASE READ NOTES BELOW CAREFULLY BEFORE COMPLETING THIS FORM**

**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 Securities and Futures Act (Chapter 289) of Singapore), you should insert that number of shares. If you have shares registered in your name in 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 Shareholder will not be able to attend the AGM in person.** If a Shareholder (whether individual or corporate) wishes to exercise his/her/its votes, he/she/it must submit a proxy form to appoint the Chairman of the AGM to vote on his/her/its behalf.
3. The chairman of the AGM, as proxy, need not be a member of the Company.
4. The instrument appointing the chairman of the AGM as proxy must:
  - (a) if in hard copy and sent personally or by post, the proxy form must be lodged at the Company's Share Registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road, #11-02 Singapore 068898;
  - (b) if by email, the proxy form must be received at [sg.is.proxy@sg.tricorglobal.com](mailto:sg.is.proxy@sg.tricorglobal.com);
  - (c) if via the website of the AGM, at <https://conveneagm.com/sg/brcasia>.in either case, by 10 a.m. on 24 January 2022 (being 72 hours before the time fixed for the AGM).
5. The instrument appointing the Chairman of the AGM as proxy must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing the Chairman of the AGM as proxy is executed by a corporation, it must be executed either under its seal, executed as a deed in accordance with the Companies Act (Chapter 50) of Singapore or under the hand of an attorney or an officer duly authorised, or in some other manner approved by the Directors.
6. Where an instrument appointing the Chairman of the AGM as proxy is signed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.
7. Relevant Intermediaries shall also appoint the chairman of the AGM to act as proxy and direct the vote at the AGM. Together with the instrument appointing a proxy, the Relevant Intermediaries shall provide to the Company a list of attendees who would like to attend the AGM by way of a live webcast or a live audio feed with each attendee's full particulars for verification purposes. Upon successful registration, authenticated attendees will receive an email confirmation by 26 January 2022 with a unique link to watch the live audio-visual webcast or listen to the live audio-only stream of the AGM proceedings. Shareholders who do not receive an email confirmation by 26 January 2022, but have registered by the pre-registration deadline as stated above, should send an email to [support@conveneagm.com](mailto:support@conveneagm.com).
8. A Relevant Intermediary is:
  - (a) a banking corporation licensed under the Banking Act (Chapter 19) of Singapore 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; or
  - (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Chapter 289) of Singapore and who holds shares in that capacity; or
  - (c) the Central Provident Fund Board established by the Central Provident Fund Act (Chapter 36) of Singapore, 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 Central Provident Fund Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

**General:**

The Company shall be entitled to reject the instrument appointing a proxy or proxies 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 a proxy or proxies. In addition, in the case of shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the shareholder, 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 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 10 January 2022.