

VALUETRONICS HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)
(Co. Reg. No.: 38813)

ANNUAL GENERAL MEETING - DEPOSITOR PROXY FORM

We, The Central Depository (Pte) Limited ("CDP"), being a Member of VALUETRONICS HOLDINGS LIMITED (the "Company"), pursuant to a proxy form lodged or to be lodged by us with the Company (the "CDP Proxy Form"), have appointed, or will be appointing the person whose name and particulars are set out in Part I below (the "Depositor(s)"), in respect of such number of shares (the "Depositor(s) Shares") set out against his/her/its name in the Depository Register maintained by CDP as at 14 July 2023 at 10:00 am (the "Cut Off Time"), as our proxy to attend, speak and vote for us on our behalf at the Annual General Meeting of the Company to be held at Level 3, Venus Room I & II, Furama RiverFront, Singapore, 405 Havelock Road, Singapore 169633 on Monday, 17 July 2023 at 10:00 am (the "Annual General Meeting") and at any adjournment thereof.

I.

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OR, in the event the Company receives this Depositor Proxy Form which is:-

- duly completed and signed/executed by the Depositor(s), in respect of such Depositor(s) Shares set out against his/her/its name in the Depository Register maintained by CDP as at the Cut Off Time; and
- submitted by the requisite time and date, and to the requisite office as indicated overleaf,

we hereby appoint the person or persons (the "Appointee(s)") whose details are given in Part II (a) and (b), provided that such details have been verified in Part V by the affixing of the seal or the signature of or on behalf of the person(s) named in Part I, and on the basis that such person or persons are authorised to vote in respect of the proportion of the shareholding referred to in Part II, or if no proportions are so reflected, in respect of the whole of the said shareholding:

II.

	Name	Address	NRIC/ Passport Number	Proportion of Shareholdings (%)
(a)				
and/or (delete as appropriate)				
(b)				

or failing him/her, the Chairman of the Meeting, as our proxy/proxies to attend, speak and vote for us on our behalf at the Annual General Meeting and at any adjournment thereof. The Appointee(s) is/are hereby directed to vote for or against the resolutions, or to abstain from voting on any resolution(s), to be proposed at the Annual General Meeting as indicated hereunder. If no specific direction as to voting is given, the Appointee(s), or the Chairman of the Meeting as proxy, may vote or abstain from voting at his/her/their discretion, as he/she/they will on any other matter arising at the Annual General Meeting and at any adjournment thereof.

We further hereby authorise and direct the Company to accept this Depositor Proxy Form(s) in respect of the Depositor(s) Shares.

(Voting will be conducted by poll. If you wish your proxy(ies) to cast all your votes "For" or "Against", or "Abstain" from voting on, the relevant resolution, please tick [✓] within the relevant box provided below. Alternatively, please indicate the number of shares "For" or "Against" in the "For" or "Against" box provided below.)

III.

No.	Ordinary Resolutions relating to:	For	Against	Abstain
1.	Directors' Report and Audited Financial Statements for the financial year ended 31 March 2023			
2.	Payment of proposed final and special dividends			
3.	Re-election of Chow Kok Kit as a Director			
4.	Re-election of Liu Chung Mun Wilson as a Director			
5.	Approval of Directors' fees for the financial year ending 31 March 2024, to be paid quarterly in arrears			
6.	Re-appointment of PricewaterhouseCoopers LLP as Auditors and to authorise the Directors to fix their remuneration			
7.	Authority to issue shares			
8.	Authority to allot and issue shares under the Valuetronics Employees Share Option Scheme and the Valuetronics Performance Share Plan			
9.	Renewal of Share Buyback Mandate			

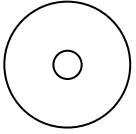
Dated this day of 2023

IV. The Central Depository (Pte) Limited



Signature of Director

V.

TO BE COMPLETED BY DEPOSITOR(S) IF HE/SHE/IT WISHES TO NOMINATE A PROXY/PROXIES UNDER PART II			
For Individuals:	For Corporations:		
Signature of Direct Account Holder	Signature of Director	Signature of Director/Secretary	

IMPORTANT: PLEASE READ NOTES OVERLEAF

IMPORTANT : PLEASE READ NOTES BELOW

Notes :

- Part II - (1) **IMPORTANT:** This proxy form is not valid for use by investors holding shares in the Company through relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore) ("**Investors**") (including investors holding shares through Central Provident Fund ("**CPF**") and Supplementary Retirement Scheme ("**SRS**") ("**CPF/SRS investors**")) and shall be ineffective for all intents and purposes if used or purported to be used by them. An Investor who wishes to vote should approach his/her relevant intermediary as soon as possible to specify voting instructions. A CPF/SRS investor who wishes to vote should approach his/her CPF Agent Bank or SRS Operator to submit his/her votes by **5:00 pm on 5 July 2023**, being at least seven (7) working days before the date of the Annual General Meeting.
- A Depositor(s) who is a natural person need not submit this Depositor Proxy Form if he/she is attending the Annual General Meeting (including any adjournment thereof) in person.
- Where a Depositor(s) is a corporation and wishes to be represented at the Annual General Meeting (and at any adjournment thereof), it must nominate an Appointee/Appointees to attend, speak and vote as proxy for CDP at the Annual General Meeting (and at any adjournment thereof) in respect of the number of the Depositor(s) Shares.
- (2) A Depositor(s) (whether individual or corporate) may nominate not more than two (2) Appointees, who shall be natural persons, to attend, speak and vote in his/her/its place as proxy for CDP in respect of the number of the Depositor(s) Shares by completing Part II (a) and/or (b). A Depositor(s) can appoint the Chairman of the Meeting as his/her/its proxy, but this is not mandatory. An Appointee need not be a member of the Company.
- (3) A Depositor(s) who wishes to nominate more than one (1) Appointee must specify the proportion of the number of the Depositor(s) Shares (expressed as a percentage of the whole) to be represented by each Appointee. If no proportion of the number of the Depositor(s) Shares is specified, the Appointee whose name appears first shall be deemed to carry 100 percent of the number of the Depositor(s) Shares of his/her appointer and the Appointee whose name appears second shall be deemed to be nominated in the alternate.
- Part III - **IMPORTANT:** PLEASE INDICATE WITH A TICK "✓" IN THE APPROPRIATE BOX AGAINST EACH RESOLUTION HOW YOU WISH THE APPOINTEE(S) TO VOTE. If this proxy form is deposited without any indication as to how the Appointee(s) shall vote, the Appointee(s) may vote or abstain from voting at his/her/their discretion.
- Part V - (1) If a Depositor(s) wishes to nominate an Appointee/Appointees, this Depositor Proxy Form must be signed by the Depositor(s) or his/her/its attorney duly authorised in writing. In the case of joint Depositor(s), all joint Depositor(s) must sign this Depositor Proxy Form. If the Depositor(s) is a corporation, this Depositor Proxy Form must be executed under its common seal or under the hand of its officer or attorney duly authorised in writing. **The power of attorney appointing the attorney or other authority, if any, under which this Depositor Proxy Form is signed, or a notarially/duly certified copy thereof, must be attached to this Depositor Proxy Form.**
- (2) This Depositor Proxy Form, duly completed and signed, must be deposited by Depositor(s) at the office of the Singapore Share Transfer Agent of the Company, B.A.C.S. Private Limited at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896 **by 10:00 am on 14 July 2023** being not less than seventy-two (72) hours before the time appointed for holding the Annual General Meeting in accordance with the instructions stated herein, failing which the Depositor Proxy Form may be treated as invalid.

PERSONAL DATA PRIVACY

By submitting this Depositor Proxy Form, the Depositor(s) accept(s) and agree(s) to the personal data privacy terms set out in the Notice of Annual General Meeting.

GENERAL

Completion and return of this Depositor Proxy Form by a Depositor will not preclude him/her from attending, speaking and voting in person at the Annual General Meeting (and at any adjournment thereof) as proxy of CDP if he/she subsequently wishes to do so and in such event, the relevant Depositor Proxy Form submitted by the Depositor shall be deemed to be revoked and the Company reserves the right to refuse to admit any person or persons appointed under the Depositor Proxy Form to the meeting. The Company shall be entitled to reject any Depositor Proxy Form, which is incomplete, improperly completed or illegible, or where the true intentions of the Depositor(s) are not ascertainable from the instructions of the Depositor(s) specified on any Depositor Proxy Form. It is the responsibility of the Depositor(s) to ensure that this Depositor Proxy Form is properly completed. Any decision to reject this Depositor Proxy Form on the grounds that it is incomplete, improperly completed or illegible will be final and binding and neither the Company, CDP nor B.A.C.S Private Limited accepts any responsibility for the consequences of such a decision.

CAUTIONS

Should any attendee display symptoms of flu, fever, dry cough and shortness of breath and/or have close contact with any person, to the best of his/her knowledge, who have aforementioned symptoms, the Company reserves the right to deny entry into the venues or require any person to leave the venues. In lieu of the Covid-19 situation, Depositors are encouraged to appoint Chairman of the Annual General Meeting as their proxy to vote on the relevant resolutions at the Annual General Meeting by using proxy form with voting instruction provided.