

# PROXY FORM

## HAFARY HOLDINGS LIMITED

(Company Registration No.: 200918637C)

### EXTRAORDINARY GENERAL MEETING PROXY FORM

#### IMPORTANT:

1. The Extraordinary General Meeting ("**EGM**" or the "**Meeting**") of Hafary Holdings Limited (the "**Company**") will be held, in a wholly physical format, at 8 Wilkie Road, #03-08, Wilkie Edge, Singapore 228095 on 26 October 2022 at 11:30 a.m. There will be no option for Shareholders to participate virtually. Printed copies of the Notice of EGM and this form of proxy ("**Proxy Form**") will NOT be sent to Shareholders. Instead, the Notice of EGM and Proxy Form will be made available to Shareholders by electronic means via publication on the Company's website at the URL: <https://www.hafary.com.sg/> and the SGX website at the URL: <https://www.sgx.com/securities/company-announcements>.
2. The Circular to Shareholders dated 11 October 2022 ("**Circular**") may be accessed at the Company's website at the URL: <https://www.hafary.com.sg/> and the SGX website at the URL: <https://www.sgx.com/securities/company-announcements>. Unless otherwise defined, all capitalised terms used herein shall have the same meanings as the Circular.
3. Pursuant to Section 181 of the Companies Act 1967 of Singapore, Relevant Intermediaries may appoint more than two (2) proxies to attend, speak and vote at the EGM.
4. For Central Provident Fund ("**CPF**")/Supplementary Retirement Scheme ("**SRS**") investors who have used their CPF/SRS monies to buy Shares in Hafary Holdings Limited, 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. CPF/SRS investors should contact their respective Agent Banks if they have any queries regarding their appointment as proxies.
5. By submitting an instrument appointing a proxy(ies) and/or representative(s), a member accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 11 October 2022.

I/We \_\_\_\_\_ (Name), NRIC/Passport No. \_\_\_\_\_ of \_\_\_\_\_ (Address) being a member/members of HAFARY HOLDINGS LIMITED (the "**Company**") hereby appoint:

Name	Address	NRIC/ Passport No.	Proportion of Shareholding	
			No. of Shares	(%)

and/or (delete as appropriate)

Name	Address	NRIC/ Passport No.	Proportion of Shareholding	
			No. of Shares	(%)

or failing whom the Chairman of the Meeting as my/our proxy/proxies to attend, speak and vote for me/us\* on my/our\* behalf at the EGM of the Company to be held, in a wholly physical format, at 8 Wilkie Road, #03-08, Wilkie Edge, Singapore 228095 on 26 October 2022 at 11:30 a.m., and at any adjournment thereof in the following manner.

I/We direct my/our proxy/proxies to vote for or against the resolutions proposed at the Meeting as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the proxy/proxies will vote or abstain from voting at his/her/their discretion.

No.	Ordinary Resolution	For	Against	Abstain
Proposed Business Diversification				
1	THAT:			

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No.	Ordinary Resolution	For	Against	Abstain
	<p>(a) approval be and is hereby given, for the Company to diversify its existing business to include manufacturing of tile and ceramic surfacing solutions, which would include the operating of tile manufacturing plants, and for all necessary steps to be taken to obtain the necessary approval for the proposed diversification; and</p> <p>(b) the Directors of the Company and any one of them be and are hereby authorised to complete and do all such acts and things (including without limitation, execution of all such documents as may be required) as they and/or he may consider desirable, expedient or necessary or in the interest of the Company to give effect to this resolution.</p>			
<b>Proposed Acquisition</b>				
2	<p>THAT:</p> <p>(a) approval be and is hereby given, for the purpose of Chapter 10 of the Listing Rules for the acquisition of the property located at 161 Lavender Street, Lavender Place, Singapore 338750 (the "<b>Property</b>"), for a consideration of S\$71,280,000, on the terms and subject to the conditions of the option to purchase the Property; and</p> <p>(b) the Directors of the Company and any one of them be and are hereby authorised to complete and do all such acts and things (including without limitation, execution of all such documents as may be required) as they and/or he may consider desirable, expedient or necessary or in the interest of the Company to give effect to this resolution.</p>			
<b>New IPT Mandate</b>				
3	<p>THAT:</p> <p>(a) approval be and is hereby given, for the adoption of a new Shareholders' general mandate in relation to interested person transactions in respect of Hap Seng Consolidated Berhad, its subsidiaries and its associates; and</p> <p>(b) the Directors of the Company and any one of them be and are hereby authorised to complete and do all such acts and things (including without limitation, execution of all such documents as may be required) as they and/or he may consider desirable, expedient or necessary or in the interest of the Company to give effect to this resolution.</p>			

\* If you wish to exercise all your votes 'For' or 'Against', please tick (u) within the box provided. Alternatively, please indicate the number of votes as appropriate.

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

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

\_\_\_\_\_  
Signature(s) of Shareholder(s)/  
Common Seal of Corporate shareholder

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### Notes:

**Due to the fast-evolving COVID-19 situation in Singapore, the Company may be required to change its EGM arrangements at short notice.**

1. Please insert the total number of ordinary shares in the issued share capital of the Company ("**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 2001 of Singapore), you should insert that number of Shares. If you have Shares registered in your name in the register of members kept by the Share Registrar ("**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. Shareholders who wish to exercise their voting rights at the EGM may:
  - (a) (where the Shareholder is an individual) attend and vote at the EGM; or
  - (b) (where the Shareholder is an individual or a corporate) appoint a proxy to vote on their behalf.

Each of the resolutions to be put to the vote of members at the EGM (and at any adjournment thereof) will be voted on by way of a poll.

Shareholders (including Relevant Intermediaries, as defined in Section 181 of the Companies Act 1967 of Singapore) who wish to vote on any or all of the resolutions at the EGM via proxy must submit a Proxy Form to appoint the proxy. The Proxy Form must be submitted to the Company in the following manner:

- (a) if submitted by post, be lodged at the office of the Company's registered office at 105 Eunos Avenue 3, Singapore 409836; or
- (b) if submitted electronically, be submitted via email to [enquiry@hafary.com.sg](mailto:enquiry@hafary.com.sg).

in either case **by no later than 11:30 a.m. on 24 October 2022, being 48 hours before the time appointed for the EGM.**

**Shareholders are strongly encouraged to submit completed Proxy Forms electronically via email.**

3. A member can appoint the Chairman of the Meeting as his/her/its proxy, but this is not mandatory. A proxy need not be a member of the Company.
4. In the case of submission of this Proxy Form appointing the Chairman of the EGM as proxy, it must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing the Chairman of the EGM as proxy is executed by a corporation, it must be executed either under its seal or signed on its behalf by an attorney duly authorised in writing or by an authorised officer of the corporation. Where the instrument appointing the Chairman of the EGM as proxy is executed 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, failing which the instrument may be treated as invalid.
5. A corporation which is a Shareholder may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the EGM, in accordance with Section 179 of the Companies Act 1967 of Singapore, 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.
6. An investor who holds Shares through the CPF or the SRS and wishes to vote, should approach their respective CPF Agent Banks or SRS Operators to submit their votes to appoint the Chairman of the EGM as their proxy, at least 7 working days before the EGM (i.e. 14 October 2022).
7. The name of a Depositor (as defined under Section 81SF of the Securities and Futures Act 2001 of Singapore) must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time fixed for holding the EGM in order for the Depositor to be entitled to vote at the EGM.

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8. Completion and return of this Proxy Form shall not preclude a member from attending and voting at the EGM. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the meeting in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the Proxy Form to the EGM.

"**Relevant Intermediary**" has the same meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.

**General:**

The Company shall be entitled to reject the instrument appointing the Chairman of the EGM as proxy 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 the Chairman of the EGM as proxy. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing the Chairman of the EGM as proxy 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 EGM, 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 EGM dated 11 October 2022.