

**MEGROUP LTD.**

(Company Registration No.: 201804996H)  
(Incorporated in the Republic of Singapore)

**PROXY FORM**

(Please see notes overleaf before completing this Form)

**IMPORTANT:**

- For CPF, or SRS investors who wish to appoint the Chairman of the Meeting as their proxy, they should approach their CPF and/or SRS Approved Nominees to submit their votes at least seven (7) working days before the AGM (i.e., by 19 July 2023, 9.30 a.m.). 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.
- By submitting an instrument appointing proxy/proxies, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 13 July 2023.
- Please read the notes to the Proxy Form.

I/We\*, \_\_\_\_\_

NRIC/Passport/Registration No.\* \_\_\_\_\_

of \_\_\_\_\_

being a member/members\* of MeGroup Ltd. (the “**Company**”), hereby appoint:

NAME	*NRIC/PASSPORT	PROPORTION OF SHAREHOLDINGS	
		NO. OF SHARES	%
ADDRESS			

\*and/or

NAME	*NRIC/PASSPORT	PROPORTION OF SHAREHOLDINGS	
		NO. OF SHARES	%
ADDRESS			

or failing him/her\*, the Chairman of the Annual General Meeting (“**AGM**” or the “**Meeting**”) of the Company as my/our\* proxy/proxies\* to vote for me/us\* on my/our\* behalf at the AGM of the Company to be held at Room Kyoto, 137 Cecil Street, #04-01 Cecil Building, Singapore 069537 on Friday, 28 July 2023 at 9.30 a.m. (Singapore Time) and at any adjournment thereof. I/We\* direct my/our\* proxy/proxies\* to vote for or against 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\* will vote or abstain from voting at his/her\* discretion.

NO.	ORDINARY RESOLUTIONS RELATING TO:	NO. OF VOTES FOR <sup>(1)</sup>	NO. OF VOTES AGAINST <sup>(1)</sup>	NO. OF VOTES ABSTAIN <sup>(1)</sup>
1.	Directors’ Statement and Audited Financial Statements for the financial year ended 31 March 2023			
2.	Re-election of Mr Chee Teck Kwong Patrick as a Director			
3.	Re-election of Mr Edmund Lai Sou Wei as a Director			
4.	Approval of Directors’ fees of S\$150,000.00 for the financial year ended 31 March 2023			
5.	Re-appointment of Messrs CLA Global TS Public Accounting Corporation as the Independent Auditor of the Company			
6.	Authority to allot and issue shares			
7.	Authority to allot and issue shares under the MeGroup Employee Share Option Scheme			
8.	Authority to allot and issue shares under the MeGroup Performance Share Plan			
9.	Renewal of Share Buyback Mandate			

<sup>(1)</sup> If you wish to exercise all your votes “For”, “Against” or “Abstain”, please tick within the box provided. Alternatively, please indicate the number of votes as appropriate.

Dated this \_\_\_\_\_ day of July 2023

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

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

\* Delete where inapplicable



**IMPORTANT: Please read the notes overleaf for this Proxy 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 Future Act 2001), you should insert that number of shares. If you have shares registered in your name in the Register of Members of the Company, you should insert that number of shares. If you have shares entered against your name in the Depository Register and registered in your name in the Register of Members, you should insert the aggregate number of shares. If no number of shares is inserted, this proxy form will be deemed to relate to all shares held by you.
- (2) A shareholder of the Company entitled to attend and vote at a meeting of the Company is entitled to appoint one (1) or two (2) proxies to attend and vote in his/her stead. A proxy need not be a shareholder of the Company. Where a shareholder appoints two (2) proxies, the appointments shall be invalid unless he/she specifies the proportion of his/her shareholding (expressed as a percentage of the whole) to be represented by each proxy.
- (3) A shareholder who is a relevant intermediary entitled to attend the meeting and vote is entitled to appoint more than one (1) proxy to attend and vote instead of the shareholder, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such shareholder. Where such shareholder appoints more than one (1) proxy, the appointments shall be invalid unless the shareholder specifies the number of Shares in relation to which each proxy has been appointed. "Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.
- (4) 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 Meeting, in accordance with Section 179 of the Companies Act 1967 of Singapore.
- (5) The instrument appointing proxy/proxies must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised.
- (6) Where this instrument appointing proxy/proxies is signed on behalf of the appointor by an attorney, the power of attorney or a notarially certified copy thereof (failing previous registration with the Company) must be lodged with this instrument of proxy, failing which this instrument of proxy may be treated as invalid.
- (7) The instrument appointing a proxy/proxies, duly executed, must be submitted through any of the following means by **25 July 2023 at 9.30 a.m.**, which is not later than 72 hours before the time appointed for holding the AGM:
  - a) if sent personally or by post, be lodged at c/o In.Corp Corporate Services Pte. Ltd., 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712; or
  - b) if submitted by email, be received by the Company at [shareregistry@incorp.asia](mailto:shareregistry@incorp.asia).

Shareholders are strongly encouraged to submit their completed proxy forms via email to [shareregistry@incorp.asia](mailto:shareregistry@incorp.asia).

- (8) Completion and return of the proxy form shall not preclude a shareholder from attending and voting in person at the AGM. Any appointment of a proxy or proxies will be revoked if a shareholder attends the AGM 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 AGM.
- (9) The Company shall be entitled to reject the instrument appointing proxy/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. In addition, in the case of shares entered in the Depository Register, the Company may reject any lodged if the shareholder being the appointor, is not shown to have shares entered against his/her/its name in the Depositor Register as at seventy-two (72) hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) to the Company.

**Personal Data Privacy:**

By submitting an instrument appointing proxy/ proxies, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 13 July 2023.