

JAPFA LTD

(Incorporated in the Republic of Singapore)
(Company Registration No. 200819599W)

PROXY FORM

ANNUAL GENERAL MEETING

IMPORTANT:

1. *Relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore) may appoint more than two (2) proxies to attend, speak and vote at the AGM.*
2. Investors who hold Shares through relevant intermediaries (including SRS Investors) who wish to vote should approach their relevant intermediaries (including their respective SRS Approved Banks) to submit their voting instructions at least seven (7) working days before the date of the AGM).
3. *This Proxy Form is not valid for use by SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.*

Personal Data Privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 31 March 2023

This Form has been made available on SGXNET and the Company's website and may be accessed at the URL <https://japfa.com/investors/general-report/agm-egm>.

*I/We _____ (Name) _____ (NRIC/Passport Number)
of _____ (Address)

being a *member/ members of Japfa Ltd ("the **Company**") hereby appoint

Name	Address	NRIC/Passport Number	Proportion of Shareholdings	
			No. of Shares	%

*and/or (delete as appropriate)

Name	Address	NRIC/Passport Number	Proportion of Shareholdings	
			No. of Shares	%

or failing him/her/them, the Chairman of the Annual General Meeting ("**AGM**"), as my/our proxy/proxies to attend, speak and vote for me/us on my/our behalf at the AGM to be held at York Hotel Singapore, Carlton Hall, Level 2, 21 Mount Elizabeth, Singapore 228516 on Monday, 17 April 2023 at 2.00 p.m. and at any adjournment thereof.

I/We direct my/our proxy/proxies to vote for or against the Resolution to be proposed at the AGM as indicated hereunder. If no specified direction as to voting is given, the proxy/proxies may vote or abstain from voting at his/she/their discretion, as he/she/they will on any other matter arising at the AGM.

NOTE: The Chairman of the AGM will be exercising his right under Regulation 86(2)(a) of the Constitution of the Company to demand a poll for all Resolutions to be put to the vote at the AGM and at any adjournment thereof. Accordingly, all Resolutions at the AGM will be voted on by way of a poll.

	For *	Against *	Abstain *
Routine Business			
Ordinary Resolution 1 Adoption of the Directors' Statement, the Audited Financial Statements and the Auditor's Report			
Ordinary Resolution 2 Declaration of a final one-tier tax exempt dividend of 1.0 Singapore cent per ordinary share			
Ordinary Resolution 3 Re-election of Tan Yong Nang as a Director			
Ordinary Resolution 4 Re-election of Kevin John Monteiro as a Director			
Ordinary Resolution 5 Re-election of Renaldo Santosa as a Director			
Ordinary Resolution 6 Re-election of Hendrick Kolonas as a Director			
Ordinary Resolution 7 Re-election of Manu Bhaskaran as a Director			
Ordinary Resolution 8 Re-election of Tan Kian Chew as a Director			
Ordinary Resolution 9 Re-election of Chia Wee Boon as a Director			
Ordinary Resolution 10 Election of Tan Hwee Hua @Lim Hwee Hua as a Director			
Ordinary Resolution 11 To approve the proposed change in Directors' Fee structure for Non-Executive Directors commencing 2Q2023			
Ordinary Resolution 12 To approve payment of Directors' Fee up to 31 March 2024 based on New Directors' Fee structure			
Ordinary Resolution 13 In the event Resolution 11 is not passed, to approve payment of Directors' Fee up to 31 March 2024 based on existing Directors' Fee structure.			
Ordinary Resolution 14 To re-appoint Ernst & Young LLP as Auditors of the Company and authorise the Directors to fix their remuneration			

	For *	Against *	Abstain *
Special Business			
Ordinary Resolution 15 Authority for Directors to issue additional shares and convertible instruments pursuant to Section 161 of the Companies Act 1967			
Ordinary Resolution 16 Authority for Directors to offer and grant awards and issue shares in accordance with the provision of Japfa Performance Share Plan and pursuant to Section 161 of the Companies Act 1967			
Ordinary Resolution 17 To approve the proposed renewal of the Share Purchase Mandate			

* If you wish to exercise all your votes "For", "Against" or "Abstain" the Ordinary Resolutions, please indicate with a "✓" within the box provided. Otherwise, please indicate the number of votes as appropriate.

Dated this _____ day of _____ 2023

Total Number of Shares Held

Signature of member(s) or Common Seal

IMPORTANT: PLEASE READ NOTES OVERLEAF

NOTES:-

- If the member has Shares entered against his/her/its name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act, Chapter 289 of Singapore), he/she/it should insert that number of Shares. If the member has Shares registered in his/her/its name in the Register of Members, he/she/it should insert that number of Shares. If the member has Shares entered against his/her/its name in the Depository Register and Shares registered in his/her/its name in the Register of Members, he/she/it should insert the number of Shares entered against his/her/its name in the Depository Register and registered in his/her/its name in the Register of Members. If no number is inserted, this form of proxy will be deemed to relate to all the Shares held by the member.
 - In relation to the appointment of proxy(ies) to attend, speak and vote on his/her/its behalf at the AGM, a member (whether individual or corporate) appointing his/her/its proxy(ies) should give specific instructions as to his/her/its manner of voting, or abstentions from voting, in respect of a resolution in the instrument of proxy. If no specific instructions as to voting are given, or in the event of any other matter arising at the AGM and at any adjournment thereof, the proxy(ies) will vote or abstain from voting at his/her/their discretion.
 - A proxy need not be a member of the Company.
 - The instrument of proxy, together with the letter or power of attorney or other authority under which it is signed (if applicable) or a duly certified copy thereof must:
 - if sent personally or by post, be lodged at the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue #14-07 Keppel Bay Tower Singapore 098632; or
 - if by email, be received by the Company's Share Registrar at japfaagm2023@boardroomlimited.com, in either case, by **2.00 p.m. on 14 April 2023** (being 72 hours before the time fixed for the AGM), in default the instrument of proxy shall not be treated as valid.
 - The instrument appointing proxy(ies) or the Chairman of the AGM as proxy must be under the hand of the appointor or of his/her attorney duly authorised in writing. Where the instrument appointing proxy(ies) or 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 1967 of Singapore or under the hand of an attorney or officer duly authorised, or in some other manner approved by the Directors.
 - A corporation which is a member may, in accordance with Section 179 of the Companies Act 1967 of Singapore, authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the AGM
 - Completion and return of this instrument appointing a proxy or proxies shall not preclude a member from attending and voting at the AGM. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the AGM in person and, in such event, the Company reserves the right to refuse to admit any person or persons appointed under this instrument of proxy to the AGM.
 - Where the instrument appointing proxy(ies) or the Chairman of the AGM 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 of proxy, failing which the instrument may be treated as invalid.
 - A member of the Company who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote at the AGM. Where such member's proxy form appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy (expressed as a percentage as a whole) shall be specified in the instrument of proxy.
 - A member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member's instrument of proxy appoints more than two (2) proxies, the number of Shares in relation to which each proxy has been appointed shall be specified in the instrument of proxy.
- "Relevant intermediary"** has the meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.
- The Company shall be entitled to reject an instrument of proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on and/or attached to the instrument of proxy. In addition, in the case of a member whose Shares are entered in the Depository Register, the Company may reject an instrument of proxy if the member, being the appointor, is not shown to have Shares entered against his/her 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.