

# OCEANUS GROUP LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration No. 199805793D)

## PROXY FORM

IMPORTANT	
1.	The Annual General Meeting ("AGM") of the Company will be convened and held, in a fully physical format, at Suntec Singapore Convention & Exhibition Centre, Meeting Room 328-329, Level 3, 1 Raffles Boulevard, Suntec City, Singapore 039593. <b>There will be no option for members to participate virtually.</b>
2.	Printed copies of the Notice of the AGM, Proxy Form and Request Form for Annual Report for the financial year ended 31 December 2023 ("AR2023") will be sent to members. Printed copies of the AR2023 will <b>NOT</b> be sent to the members. Instead, the AR2023 is made available to members by electronic means available for download or online viewing from the Company's Investor Relations website at the URL <a href="http://www.oceanus.com.sg/investors-news/annual-reports">www.oceanus.com.sg/investors-news/annual-reports</a> and at the SGXNet at the URL <a href="https://www.sgx.com/securities/company-announcements">https://www.sgx.com/securities/company-announcements</a> .
3.	Relevant Intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore), may appoint more than two proxies to attend, speak and vote at the AGM.
4.	This Proxy Form is not valid for use by such CPF or SRS investors and shall be ineffective for all intents and purposes if used or purported to be used by them. CPF or SRS investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least 7 working days before the AGM by 5.00 p.m. on 16 April 2024.
5.	<b>Please read the notes overleaf which contain instructions on, inter alia, the appointment of proxy(ies) or the Chairman of the AGM as a member's proxy to attend, speak and vote on his/her/its behalf at the AGM.</b>
6.	By submitting this proxy form, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 11 April 2024.

\*I/We \_\_\_\_\_ (Name) \*NRIC/Passport/Co. Reg. No. \_\_\_\_\_ of \_\_\_\_\_ (Address)  
being a \*member/members of **OCEANUS GROUP LIMITED** (the "Company") hereby appoint:

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

and/or (delete as appropriate)

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

or failing the person, or either or both of the persons, referred to above, 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 of the Company to be convened and held physically at Suntec Singapore Convention & Exhibition Centre, Meeting Room 328-329, Level 3, 1 Raffles Boulevard, Suntec City, Singapore 039593 on Friday, 26 April 2024 at 5.00 p.m. and at any adjournment thereof.

\*I/We direct \*my/our proxy to vote for or against or abstain from voting on the Ordinary 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/their discretion. The resolutions put to vote at the AGM shall be decided by poll.

No.	Ordinary Resolutions	For**	Against**	Abstain**
	<b>Ordinary Business</b>			
1.	Adoption of Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2023 together with the Independent Auditor's Report			
2.	Re-election of Mr Peter Koh Heng Kang as a Director			
3.	Re-election of Mr Edward Loy Chee Kim as a Director			
4.	Approval of payment of Directors' fees of S\$160,000 for the financial year ending 31 December 2024, to be paid quarterly in arrears			
5.	Re-appointment of Messrs RSM SG Assurance LLP as Auditors			
	<b>Special Business</b>			
6.	Authority to allot and issue new shares			

\*Delete where inapplicable

\*\*If you wish to exercise all your votes "For" or "Against", please tick (✓) in the "For" or "Against" box. Alternatively, please indicate the number of votes "For" or "Against" as appropriate in each resolution. If you wish to "Abstain" from voting on a resolution, please tick (✓) in the "Abstain" box. Alternatively, please indicate the number of shares which you wish to abstain from voting.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2024.

	Total number of Shares in:
(a) CDP Register	
(b) Register of Members	

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

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### Notes:

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2. Printed copies of this proxy form will be sent to members. This proxy form may also be accessed at the SGXNet at the URL <https://www.sgx.com/securities/company-announcements> and the Company's Investor Relations website at the URL [www.oceanus.com.sg/investors-news/investor-information](http://www.oceanus.com.sg/investors-news/investor-information).
3. Please insert the total number of shares held by you as a member of the Company. 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, 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.
4. A member of the Company who is not a relevant intermediary is entitled to appoint one or two proxies to attend, speak and vote at the AGM. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.
5. A member of the Company who is a relevant intermediary is entitled to appoint more than two 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 form of proxy appoints two or more proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.
6. Persons who hold the Company's shares through relevant intermediaries (as defined in section 181 of the Companies Act 1967 of Singapore) other than Central Provident Fund Investment Schemes ("**CPF Investors**") and/or Supplementary Retirement Schemes ("**SRS Investors**") and who wish to participate in the AGM should contact the relevant intermediary through which they hold such shares **as soon as possible** in order for the necessary arrangements to be made for their participation in the AGM.  
  
CPF and SRS investors (i) may attend, speak and vote at the AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or (ii) may appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least 7 working days before the AGM **by 5.00 p.m. on 16 April 2024**.
7. A proxy need not be a member of the Company.
8. A member can appoint the Chairman of the AGM as his/her/its proxy, but this is not mandatory.
9. Where a member (whether individual or corporate) appoints the Chairman of the AGM as his/her/its proxy, he/she/it should give specific instructions as to voting, or abstention from voting, in respect of a Resolution in the form of proxy.
10. The instrument appointing a proxy or proxies must be submitted to the Company in the following manners:
  - (a) if submitted by post, be deposited at the office of the Company's Share Registrar office at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632; or
  - (b) if submitted via email, please send to the Company's email address at [Oceanus-AGM2024@boardroomlimited.com](mailto:Oceanus-AGM2024@boardroomlimited.com), in either case, **by 5.00 p.m. on 23 April 2024** (being not less than 72 hours before the time appointed for the AGM).

A member who wishes to submit an instrument of proxy must (i) complete and sign the proxy form sent physically to the members; or (ii) download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above. **Members are encouraged to submit completed instrument of proxy via email.**

11. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where an instrument appointing a proxy or proxies is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.

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12. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the AGM, in accordance with Section 179 of the Companies Act 1967 of Singapore.
13. 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 member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.
14. Subject to paragraphs 4 and 5 above, 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.

### **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 AGM dated 11 April 2024.