

COMBINE WILL INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands on 8 October 2007)
(Company Registration No. MC-196613)

ANNUAL GENERAL MEETING – DEPOSITOR PROXY FORM

We, The Central Depository (Pte) Limited (“CDP”), being a Member of **COMBINE WILL INTERNATIONAL HOLDINGS LIMITED** (“the Company”), 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 16 April 2021 (the “Cut Off Date”), as our proxy to vote on our behalf at the Annual General Meeting of the Company to be held by way of electronic means on Tuesday, 20 April 2021 at 10:00 a.m. and at any adjournment thereof (the “Annual General Meeting”).

I.

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

- (i) duly completed and signed/executed by the Depositor(s); and
- (ii) submitted by the requisite time and date, and to the requisite office as indicated below,

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 affixing the seal or the signature of or on behalf of the persons 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)

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or failing him/her/it, the Chairman of the Meeting as our proxy to vote on our behalf at the Annual General Meeting. The Appointee(s) *is/are hereby directed to vote for or against the resolutions to be proposed at the Annual General Meeting as indicated hereunder.

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

*Delete accordingly

III.

No.	Resolutions relating to:	For*	Against*	Abstain*
1.	To receive and adopt the Director’s Statement, Audited Financial Statements and the Auditor’s Report of the Company for the financial year ended 31 December 2020.			
2.	To approve the payment of Directors’ Fees of S\$240,000 for the financial year ending 31 December 2021 (2020: S\$300,000).			
3.	To re-elect Mr. Chiu Hau Shun, Simon, a Director retiring pursuant to Article 86 of the Company’s Articles of Association.			
4.	To re-elect Mr. Cheung Hok Fung, Alexander, a Director retiring pursuant to Article 86 of the Company’s Articles of Association.			
5.	To re-appoint Messrs RSM Hong Kong and RSM Chio Lim LLP as joint Auditors, and to authorise the Directors of the Company to fix their remuneration.			
6.	To declare a final tax-exempt one-tier dividend of Singapore 5.0 cents per ordinary share in respect of the financial year ended 31 December 2020.			
	Special Business			
7.	To authorise the Directors to allot and issue shares pursuant to Rule 806 of the Listing Manual of The Singapore Exchange Securities Trading Limited			
8.	To approve and adopt the Proposed Renewal of the Share Purchase Mandate			
9.	To approve the continued appointment of Mr. Cheung Hok Fung, Alexander, as an independent director, for purposes of Rule 210(5)(d)(iii)(A) of the Listing Manual of the SGX-ST (which will take effect from 1 January 2022)			
10.	To approve the continued appointment of Mr. Cheung Hok Fung, Alexander, as an independent director, for purposes of Rule 210(5)(d)(iii)(B) of the Listing Manual of the SGX-ST (which will take effect from 1 January 2022)			

Dated this day of 2021

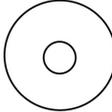
IV. The Central Depository (Pte) Limited



Signature of Director

TO BE COMPLETED BY DEPOSITOR(S) IF HE/SHE/IT WISHES TO NOMINATE A PROXY/PROXIES UNDER PART II

V.

For Individuals: Signature of Direct Account Holder	For Corporations: Signature of Director	Signature of Director/Secretary	 Common Seal
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IMPORTANT: PLEASE READ NOTES OVERLEAF CAREFULLY BEFORE COMPLETING THIS DEPOSITOR PROXY FORM

IMPORTANT: PLEASE READ NOTES BELOW

Notes :

Part II **Due to the current Covid-19 restriction orders in Singapore, a Depositor will not be able to attend the Annual General Meeting in person. A Depositor (whether individual or corporate) must appoint the Chairman of the Annual General Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Annual General Meeting if such Depositor wishes to exercise his/her/its voting rights at the Annual General Meeting.** Printed copies of this proxy form for the Annual General Meeting will be sent to Depositors. This proxy form may also be accessed at the Company's website at the URL <http://www.combinewill.com/ar.html>, and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

Where a Depositor (whether individual or corporate) appoints the Chairman of the Annual General Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the Annual General Meeting as proxy for that resolution will be treated as invalid.

Part III Please indicate with an "X" in the appropriate box against each resolution how you wish the Appointee to vote. Where a Depositor (whether individual or corporate) appoints the Chairman of the Annual General Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the Annual General Meeting as proxy for that resolution will be treated as invalid

Part V 1) This Depositor Proxy Form, duly completed, must be submitted to the Company in the following manner:

- (a) if submitted by post, be deposited at the office of the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623; or
- (b) if submitted electronically, be submitted via email to the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. at agm.teamE@boardroomlimited.com,

in either case not less than 48 hours before the time set for the holding of the Annual General Meeting in accordance with the instructions stated herein.

A Depositor who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or by scanning and sending it by email to the email address provided above.

In view of the current Covid-19 situation and the related safe distancing measures which may make it difficult for Depositor(s) to submit completed proxy forms by post, Depositor(s) are strongly encouraged to submit completed proxy forms electronically via email.

2) 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(s) Proxy Form must be executed under its common seal or under the hand of its officer, attorney or other person authorised to sign the same. **The power of attorney appointing the attorney or other authority, if any, under which this Depositor Proxy Form is signed, or a notarised/duly certified copy thereof, must be attached to this Depositor Proxy Form.**

GENERAL

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. It is the Depositor(s)' responsibility 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 Boardroom Corporate & Advisory Services Pte. Ltd. accepts any responsibility for the consequences of such a decision. 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 Depositor, being the appointor, is not shown to have shares entered against his name in the Depository Register as at 48 hours before the time appointed for holding the Annual General Meeting or adjourned meeting.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s), the Depositor(s) accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 5 April 2021.