

## MEGROUPTD.

(Company Registration No.: 201804996H)

(Incorporated in the Republic of Singapore)

# PROXY FORM

(Please see notes overleaf before completing this Form)

### IMPORTANT:

1. Alternative arrangements relating to, among others, attendance, submission of questions in advance and/or voting by proxy at the Annual General Meeting are set out in the Company's announcement dated 13 July 2021 entitled "Annual General Meeting" which has been uploaded together with the Notice of Annual General Meeting ("AGM") dated 13 July 2021 on SGXNet on the same day. This announcement may also be accessed at the <https://www.sgx.com/securities/company-announcements>.
2. A member will not be able to attend the AGM in person. If a member (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM. In appointing the Chairman of the Meeting as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid.
3. For investors who have used their CPF monies to buy the Company's shares, this Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or is purported to be used by them. CPF/SRS Investors should contact their respective Agent Banks/SRS Operators if they have any queries regarding their appointment as proxies.
4. By submitting an instrument appointing the Chairman of the Meeting as proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 13 July 2021.
5. 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:

the Chairman of the Meeting

as my/our\* proxy to vote for me/us\* on my/our\* behalf at the Annual General Meeting ("**AGM**") of the Company to be held by way of electronic means on Wednesday, 28 July 2021 at 10.00 a.m. and at any adjournment thereof.

(Voting will be conducted by poll. If you wish the Chairman of the Meeting as your proxy to cast all your votes for or against a resolution to be proposed at the AGM, please indicate with a "✓" in the space provided under "**For**" or "**Against**". If you wish the Chairman of the Meeting as your proxy to abstain from voting on a resolution to be proposed at the AGM, please indicate with a "✓" in the space provided under "**Abstain**". Alternatively, please indicate the number of shares that the Chairman of the Meeting as your proxy is directed to vote "**For**", or "**Against**" or "**Abstain**". In the absence of specific directions, the appointment of Chairman of the Meeting as your proxy will be treated as invalid.)

No.	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 2021			
2.	Re-election of Mr Chee Teck Kwong Patrick as a Director			
3.	Re-election of Ms Wong Keat Yee as a Director			
4.	Re-election of Mr Chong Kwea Seng as a Director			
5.	Approval of Directors' fees of S\$123,654.00 for the financial year ended 31 March 2021			
6.	Re-appointment of Nexia TS Public Accounting Corporation as the Independent Auditor of the Company			
7.	Authority to allot and issue shares			
8.	Authority to allot and issue shares under the MeGroup Employee Share Option Scheme			
9.	Authority to allot and issue shares under the MeGroup Performance Share Plan			
10.	Renewal of Share Buyback Mandate			

(1) 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 2021

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



**Notes:**

1. Alternative arrangements relating to, among others, attendance, submission of questions in advance and/or voting by proxy at the AGM are set out in the Notice of AGM.

In particular, the AGM will be held by way of electronic means and a member will be able to watch the proceedings of the AGM through a "live" webcast via his/her/its mobile phones, tablets or computers or listen to these proceedings through a "live" audio feed via telephone. In order to do so, a member who wishes to watch the "live" webcast or listen to the "live" audio feed must pre-register by 10.00 a.m. on 25 July 2021, at <https://bit.ly/MEGROU2021AGM>. Following authentication of his/her/its status as members, authenticated members will receive email instructions on how to access the webcast and audio feed of the proceedings of the AGM by 12.00 p.m. of 27 July 2021 which will contain login details to access the live audio-visual webcast with details to access the live audio-only stream of the AGM proceedings. Please also check your junk mail folder in case the email gets directed there instead of your inbox.

All members whose status as members cannot be verified will be notified via the same email. Members who do not receive the confirmation email or cannot be verified as members may contact our Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd at [AGM.TeamE@boardroomlimited.com](mailto:AGM.TeamE@boardroomlimited.com), or alternatively at +65 6536 5355 between 9.00 a.m. to 5.00 p.m. on 27 July 2021.

Members and investors holding Shares through the Central Provident Fund ("CPF") or Supplementary Retirement Scheme ("SRS") ("CPF/SRS investors") who wish to follow the proceedings must pre-register at <https://bit.ly/MEGROU2021AGM> by 10.00 a.m. on 25 July 2021.

Investors holding Shares through relevant intermediaries (as defined in Section 181 of the Companies Act) ("Investors") (other than CPF/SRS investors) will not be able to pre-register for the "live" broadcast of the AGM. An Investor (other than CPF/SRS investors) who wish to participate in the "live" broadcast of the AGM should instead approach his/her relevant intermediary as soon as possible but not less than 7 working days before the AGM, i.e. by 10.00 a.m. on 16 July 2021 in order for the relevant intermediary to make the necessary arrangements to pre-register. A member who pre-registers to watch the "live" webcast or listen to the "live" audio feed may also submit questions related to the resolutions to be tabled for approval at the AGM. To do so, all questions must be submitted by 10.00 a.m. on 25 July 2021:

- (a) via the following email address at [AGM.TeamE@boardroomlimited.com](mailto:AGM.TeamE@boardroomlimited.com), with your full name, number of shares held and manner in which you hold shares (via CDP, CPF or SRS); or
- (b) in hard copy by sending personally or by post and lodging the same at the Company's registered office at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or
- (c) via the pre-registration website at <https://bit.ly/MEGROU2021AGM>.

2. A member will not be able to attend the AGM in person. If a member (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM. In appointing the Chairman of the Meeting as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid.

3. The Chairman of the Meeting, as proxy, need not be a member of the Company.

4. The instrument appointing the Chairman of the Meeting as proxy, together with the power of attorney or other authority under which it is signed (if applicable) or a notarially certified copy thereof, must:

- (a) if sent personally or by post, be lodged at the Company's registered office at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or
- (b) if submitted by email, be received by the Company at [AGM.TeamE@boardroomlimited.com](mailto:AGM.TeamE@boardroomlimited.com),

in either case, by no later than 10.00 a.m. on 25 July 2021, and in default the instrument of proxy shall not be treated as valid.

5. The instrument appointing the Chairman of the Meeting as proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing the Chairman of the Meeting as proxy is executed by a corporation, it must be either under its common seal or signed on its behalf by a duly authorised officer or attorney.

6. In the case of a member whose Shares are entered against his/her name in the Depository Register, the Company may reject any instrument appointing the Chairman of the Meeting as proxy lodged if such 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.

7. CPF/SRS investors should be informed that if they wish to vote, they should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least 7 working days before the AGM, i.e. by 10.00 a.m. on 16 July 2021. Investors who have deposited their shares into a nominee account should also approach their depository agent and relevant intermediaries at least 7 working days, i.e. by 10.00 a.m., 16 July 2021 before the AGM if they wish to vote. Proxy forms appointing such person other than the Chairman of the Meeting shall be deemed to appoint the Chairman of the Meeting as proxy.

**Personal Data Privacy:**

By submitting an instrument appointing the Chairman of the meeting as proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 13 July 2021.

**General:**

The Company shall be entitled to reject the instrument appointing the Chairman 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 as proxy. 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 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.