



OUHUA ENERGY HOLDINGS LIMITED

(Incorporated in Bermuda with Registration Number 37791)

3 April 2024

Dear Shareholders,

- 1. ACCESS TO ANNUAL REPORT (“2023 ANNUAL REPORT”) AND SHARE BUYBACK MANDATE CIRCULAR (“2024 CIRCULAR”) FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023 VIA COMPANY’S WEBSITE AND SGXNET**
- 2. OPTION TO REQUEST FOR PRINTED COPY**

In line with our continuing efforts to protect our environment, we will be using electronic communication for the transmission of our **2023 Annual Report** and **2024 Circular**.

Please be informed that the 2023 Annual Report and 2024 Circular is available for download from our website at the URL: <http://ohwa.com.sg> and the SGXNet at the URL: <https://www.sgx.com/securities/company-announcements>, from the date of this letter. You will need an internet browser and PDF reader to view the above documents.

We encourage you to join our sustainability efforts to reduce paper waste by choosing electronic communication. However, if you prefer to receive a printed copy of the 2023 Annual Report and/or 2024 Circular, please complete the Request Form below and send it to us no later than 5.00 pm on 11 April 2024 in the following manner:

- by post to the office of the Company’s Singapore Share Transfer Agent, Tricor Barbinder Share Registration Services located at 9 Raffles Place, #26-01 Republic Plaza, Tower 1, Singapore 048619; or
- by email to sr@ohwa.cn. To be valid, the request must specify “Request for Printed Copies of 2023 Annual Report and 2024 Circular dated [3 April] 2024 of Ouhua Energy Holdings Limited” as the subject of the email[, and state your full name (as per CDP, CPF, SRS and/ or scrip-based records), mailing address, telephone or mobile number, and the manner in which you hold the company’s shares.

Yours faithfully,
For and on behalf of
Ouhua Energy Holdings Limited

Liang Guo Zhan
Executive Chairman

REQUEST FORM

Instructions: Please tick (√) accordingly and fill in your details below. We regret that incomplete or improperly completed request forms will not be processed.

Please send me a printed copy of 2023 Annual Report

Please send me a printed copy of 2024 Circular

Name(s) of Shareholder(s): _____

NRIC/Passport/Company Registration No: _____

The shares are held by me/us under / through:

CDP Securities Account No.:

CPF Investment Scheme / SRS:

Mailing Address: _____

Email Address / Contact No.: _____

Note: By completing, signing and returning the Request Form to us, you agree and acknowledge that we and/or our service providers may collect, use and disclose your personal data, as contained in your submitted Request Form or which is otherwise collected from you (or your authorised representative(s)), for the purpose of processing and effecting your request.

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OUHUA ENERGY HOLDINGS LIMITED

(Incorporated in Bermuda with Registration Number 37791)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of OUHUA ENERGY HOLDINGS LIMITED (the “Company”) will be held at Lotus Room, Peninsula Tower, Level 5, Peninsula Excelsior Hotel, 5 Coleman Street, Singapore 179805 on Thursday, 25 April 2024 at 10:00 a.m., and at any adjournment thereof (the “Annual General Meeting”) for the following purposes:

AS ORDINARY BUSINESS:

1. To receive and adopt the Audited Financial Statements for the financial year ended 31 December 2023 together with the report of the Auditors and Directors’ Statement. **(Resolution 1)**
2. To re-elect Mr. Liang Guo Zhan who is retiring pursuant to the following Bye-Law 104 of the Company and who, being eligible, has offered himself for re-election. **(Resolution 2)**
[See Explanatory Note 1]
3. To appoint Ms Kang Shwu Huey, Agnes as a Director pursuant to Bye-Law 107(A) of the Company. **(Resolution 3)**
[See Explanatory Note 2]
4. To approve the payment of Directors’ fees of S\$99,000 for the financial year ended 31 December 2023. **(Resolution 4)**
5. To re-appoint Messrs Mazars LLP as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 5)**
6. To transact any other ordinary business that may be properly transacted at an Annual General Meeting.

AS SPECIAL BUSINESS:

7. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:
“That authority be and is hereby given to the Directors to:
(A) (i) issue shares in the capital of the Company whether by way of rights, bonus or otherwise; and/or
(ii) make or grant offers, agreements or options (collectively, “Instruments”) that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into shares,
at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and
(B) (notwithstanding that this authority may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while this authority was in force,

provided that:

- (1) the aggregate number of shares to be issued pursuant to such authority (including shares to be issued in pursuance of Instruments made or granted pursuant to this authority) does not exceed 50% of the issued shares in the capital of the Company (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares to be issued other than on a *pro-rata* basis to the existing shareholders of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this authority) does not exceed 20% of the issued shares in the capital of the Company (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by the Singapore Exchange Securities Trading Limited (“SGX-ST”)) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the percentage of issued shares shall be based on the total number of issued shares in the capital of the Company at the time this authority is given, after adjusting for:-
 - (i) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time this authority is passed; and
 - (ii) any subsequent bonus issue, consolidation or sub-division of shares;
- (3) in exercising the authority conferred by this authority, the Company shall comply with the provisions of the SGX-ST Listing Manual for the time being in force (unless such compliance has been waived by the SGX-ST) and the Bye-Laws for the time being of the Company; and
- (4) (unless revoked or varied by the Company in general meeting) the authority conferred by this authority shall continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier.”

[see Explanatory Note 3]

(Resolution 6)

8. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“That approval be and is hereby given for the purpose of Chapter 9 of the Listing Manual of the SGX-ST for the Company and its subsidiary to enter into any of the transactions falling within the types of interested person transactions as set out in the Appendix to the Annual Report 2023 (the “Appendix”) with the interested persons described in the Appendix, provided that such transactions are transacted on normal commercial terms and will not be prejudicial to the interests of the Company and the minority shareholders of the Company and in accordance with the guidelines and procedures as set out in the Appendix and that such approval (the “Interested Person Transaction Mandate”) shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company; and the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Interested Person Transaction Mandate.”

[see Explanatory Note 4]

(Resolution 7)

9. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“That:

- (A) the exercise by the Directors of all the powers of the Company to purchase or otherwise acquire issued ordinary shares in the share capital of the Company (“Shares”) not exceeding in aggregate the Prescribed Limit (as hereafter defined), at such price(s) as may be determined by the Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:
 - (i) on-market Share purchases (“On-Market Share Purchase”), transacted on the SGX-ST through the SGX-ST’s trading system or, as the case may be, any other stock exchange on which the Shares may for the time being listed and quoted,

through one or more duly licensed stockbrokers appointed by the Company for the purchase or acquisition; and/or

- (ii) off-market Share acquisitions (“Off-Market Share Acquisition”) (if effected otherwise than on the SGX-ST) in accordance with an equal access scheme(s) as may be determined or formulated by the Directors as they may consider fit, and otherwise in accordance with all other laws and regulations, including but not limited to, the provisions of the Companies Act, the SGX-ST Listing Manual, the Take-Over Code, the Bermuda Companies Act, and the Bye-Laws as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (“Share Buy-Back Mandate”);
- (B) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors pursuant to the Share Buy-Back Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the passing of this Ordinary Resolution and the expiring on the earlier of:
- (i) the date on which the next Annual General Meeting of the Company is held or required by law to be held;
 - (ii) the date on which the purchases or acquisitions of Shares by the Company pursuant to the Share Buy-Back Mandate are carried out to the full extent mandated; or
 - (iii) the date on which the authority contained in the Share Buy-Back Mandate is varied or revoked by the Shareholders in a general meeting, whichever is the earlier;
- (C) for the purposes of this Ordinary Resolution:

“Prescribed Limit” means ten per cent. (10.0%) of the total issued Shares of the Company (excluding any Treasury Shares and subsidiary holdings) as at the date of passing of this Ordinary Resolution, unless the Company has effected a reduction of the share capital of the Company in accordance with the Bermuda Companies Act and such other laws and regulations as may for the time being be applicable, at any time during the Relevant Period (as hereinafter defined), in which event the total number of Shares of the Company shall be taken to be the total number of Shares of the Company as altered after such capital reduction (excluding any Treasury Shares and subsidiary holdings);

“Relevant Period” means the period commencing from the date on which the last annual general meeting was held and expiring on the date on which the next annual general meeting is held or is required by law to be held, or the date on which the purchases of Shares under a Share Buy-Back Mandate are carried out to the full extent mandated, whichever is earlier, unless prior to that, it is varied or revoked by resolution of the Shareholders of the Company in general meeting;

“Maximum Price” in relation to a Share to be purchased, means an amount (excluding brokerage, stamp duties, applicable goods and services tax and other related expenses of the On-Market Share Purchase or Off-Market Share Acquisition (as the case may be)) not exceeding:

- (i) in the case of an On-Market Share Purchase, 105% of the Average Closing Price (as defined below) of the Shares; and
- (ii) in the case of an Off-Market Share Acquisition, 105% of the Average Closing Price of the Shares,

where:

“Average Closing Price” means:

- (i) the average of the closing market prices of a Share over the last five (5) Market Days, on which transactions in the Shares were recorded, immediately preceding (as the case may be):

- (A) the date of making the On-Market Share Purchase; or
 - (B) the day of the making of the offer pursuant to the Off-Market Share Acquisition; and
- (ii) shall be deemed to be adjusted for any corporate action that occurs during:
- (A) the relevant five (5) day period; and
 - (B) the day on which (as the case may be):
 - (I) the On-Market Share Purchase; or
 - (II) the offer pursuant to the Off-Market Share Acquisition, is made; and

“day of the making of the offer” means the day on which the Company announces its intention to make an offer for the purchase of Shares from Shareholders, stating the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Share Acquisition.

“Market Day” means the day on which the SGX-ST is open for trading in securities; and

- (D) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including, without limitation, executing such documents as may be required and to approve any amendments, alterations or modifications to any documents), as they and/or he may consider desirable, expedient or necessary to give effect to the transactions contemplated by this Ordinary Resolution.”

(Resolution 8)

BY ORDER OF THE BOARD

Chia Foon Yeow
Company Secretary
Singapore
3 April 2023

EXPLANATORY NOTES:

- (1) Mr. Liang Guo Zhan will, upon re-election as Director of the Company, remain as Executive Chairman of the Company.
- (2) Ms. Kang Shwu Huey, Agnes will, upon appointment, be a non-executive and independent Director, and be the Chairman of the Audit Committee, and a member of the Nominating Committee and Remuneration Committee respectively. The Board considers Ms. Kang Shwu Huey, Agnes to be independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST.
- (3) Ordinary Resolution 6 proposed in item 7 above, if passed, will empower the Directors of the Company to allot and issue shares and convertible securities in the Company. The number of shares and convertible securities that the Directors may allot and issue under this Resolution would not exceed in aggregate 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company. For the allotment and issue of shares and convertible securities otherwise than on a pro rata basis to all shareholders, the aggregate number shall not exceed 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company. The percentage of issued shares is based on the Company's total number of issued shares at the time the proposed Ordinary Resolution is passed after adjusting for new shares arising from the conversion or exercise of convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time the proposed Ordinary Resolution is passed and any subsequent bonus issue, consolidation or subdivision of shares. This authority will, unless previously revoked or varied at a general meeting, expire at the next Annual General Meeting or date by which the next Annual General Meeting is required by law to be held, whichever is the earlier.
- (3) Ordinary Resolution 7 proposed in item 8 above is to renew the Interested Person Transaction Mandate for transactions with interested persons and if passed, will empower the Directors of the Company to do all acts necessary to give effect to the Resolution. This authority will, unless previously revoked or varied at a general meeting, expire at the next Annual General Meeting.
- (4) Ordinary Resolution 8 proposed in item 9 above is to renew the Share Buy-Back Mandate, pursuant to which the Company is authorised to purchase or acquire by way of Market Purchases or Off-Market Purchases not more than ten per cent (10%) of the total number of issued shares excluding treasury shares and subsidiary holdings of the Company at such price(s) up to the Maximum Price.

IMPORTANT NOTES:

- (i) Each of the resolutions to be put to the vote of shareholders at the Annual General Meeting (and at any adjournment thereof) will be voted on by way of a poll.
- (ii) A proxy need not be a shareholder of the Company.
- (iii) A shareholder who is a natural person need not submit the Depositor Proxy Form if he is attending the Annual General Meeting in person. Where a shareholder is a corporation and wishes to be represented at the Annual General Meeting, it must nominate not more than two persons ("Appointees"), who shall be natural persons, to attend and vote as proxy for The Central Depository (Pte) Limited ("Depository") at the Annual General Meeting. Where such shareholder'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.
- (iv) Unless the Depository specifies otherwise in a written notice to the Company, the Depository shall be deemed to have appointed as the Depository's proxies to vote on behalf of the Depository at the Annual General Meeting each of the Depositors who are individuals and whose names are shown in the records of the Depository as at a time not earlier than 48 hours prior to the time of the Annual General Meeting. Therefore, such Depositors (as defined in the Bye-Laws of the Company) who are individuals can attend and vote at the Annual General Meeting without the lodgement of any "Depositor Proxy Form", which is the proxy form titled "Annual General Meeting – Depositor Proxy Form" despatched to shareholders who are Depositors.
- (v) A shareholder who is a Depositor may nominate not more than two Appointees, who shall be natural persons, to attend and vote in his/her/its place as proxy for the Depository in respect of his/her/its shares entered against his/her/its name in the Depository Register, by completing the Depositor Proxy Form in accordance with the instructions stated therein and by:

- (A) sending it by e-mail to sg.is.proxy@sg.tricorglobal.com; or
- (B) depositing the duly completed Depositor Proxy Form at the office of the Company's Singapore Share Transfer Agent, Tricor Barbinder Share Registration Services, either by hand or by post at 9 Raffles Place, #26-01 Republic Plaza, Tower 1, Singapore 048619,

not less than 72 hours before the time appointed for the Annual General Meeting.

- (vi) A shareholder may nominate not more than two Appointees, who shall be natural persons, to attend and vote in his/her/its place in respect of his/her/its shares registered in his/her/its name in the Register of Members of the Company, by completing the proxy form titled "Proxy Form" despatched together with this Annual Report to Depositors ("Shareholder Proxy Form") in accordance with the instructions stated therein and by:

- (A) sending it by e-mail to sg.is.proxy@sg.tricorglobal.com; or
- (B) depositing the duly completed Depositor Proxy Form at the office of the Company's Singapore Share Transfer Agent, Tricor Barbinder Share Registration Services, either by hand or by post at 9 Raffles Place, #26-01 Republic Plaza, Tower 1, Singapore 048619,

not less than 72 hours before the time appointed for the Annual General Meeting.

- (vii) Completion and return of the instrument appointing a proxy or proxies by a shareholder will not prevent him/her from attending, speaking and voting at the Annual General Meeting if he/she so wishes. The appointment of the proxy(ies) for the Annual General Meeting will be deemed to be revoked if the shareholder attends the Annual General Meeting in person and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy or proxies to the Annual General Meeting.

PERSONAL DATA PRIVACY:

By submitting a proxy form appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting of the Company and/or any adjournment thereof, a shareholder of the Company (i) consents to the collection, use and disclosure of the shareholder's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Annual General Meeting of the Company (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the shareholder discloses the personal data of the shareholder's proxy(ies) and/or representative(s) to the Company (or its agents), the shareholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.

Important:

1. This Meeting (as defined below) will be held, in a wholly physical format, at Lotus Room, Peninsula Tower, Level 5, Peninsula Excelsior Hotel, 5 Coleman Street, Singapore 179805 on 25 April 2024 at 10:00 a.m. **There will be no option for shareholders to participate virtually.**
2. Arrangements relating to attendance at the Meeting by members, including CPF/SRS investors (as defined below), submission of questions to the Chairman of the Meeting by members, including CPF/SRS investors, in advance of, or at, the Meeting, addressing of substantial and relevant questions in advance of, or at, the Meeting, and voting at the Meeting by the members, including CPF/SRS investors, or (where applicable) duly appointed proxy(ies), are set out in the accompanying Company's announcement dated 3 April 2024. This announcement may be accessed via the SGX's website at <https://www.sgx.com/securities/companyannouncements> and the Company's corporate website at <http://www.ohwa.com.sg>.
3. Please read the notes overleaf which contain instructions on, inter alia, the appointment of a proxy(ies).
4. This proxy form is not valid for use by investors holding shares in the Company ("Shares") through relevant intermediaries (as defined in Section 181 of the Companies Act 1967) ("Investors") (including investors holding through Central Provident Fund ("CPF") and Supplementary Retirement Scheme ("SRS") ("CPF/SRS investors")) and shall be ineffective for all intents and purposes if used or purported to be used by them. For investors who have used their CPF/SRS monies to buy the Shares, this proxy form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them. This report is forwarded at the request of their CPF Approved Nominees and is sent solely FOR INFORMATION ONLY. CPF/SRS investors who wish to appoint the Chairman of the Meeting as their proxy should contact their respective CPF Agent Banks or SRS Operators to submit their votes by 10:00 a.m. on 22 April 2024.

I/We, _____ (Name)
_____ (NRIC/Passport No.)
of _____ (Address)
being a member/members of OUHUA ENERGY HOLDINGS LIMITED (the "Company") hereby appoint(s):

Name	Address	NRIC/Passport No.	Proportion of Shareholdings (%)

and/or (delete as appropriate)

Name	Address	NRIC/Passport No.	Proportion of Shareholdings (%)

as my/our proxy(ies) to vote and/or abstain from voting for me/us on my/our behalf and, if necessary, to demand a poll, at the Annual General Meeting (the "Meeting") of the Company, to be held at Lotus Room, Peninsula Tower, Level 5, Peninsula Excelsior Hotel, 5 Coleman Street, Singapore 179805 on 25 April 2024 at 10:00 a.m., and at any adjournment thereof. I/We direct my/our proxy(ies) to vote for or against, or to abstain from voting in relation to, the Resolutions to be proposed at the Meeting as indicated hereunder. In the absence of specific directions in respect of a resolution, the proxy/proxies will vote or abstain from voting at his/her/their discretion, as he/she/they will on any other matter arising at the Meeting.

No.	Resolutions relating to:	For*	Against*
1	Receipt and adoption of the Audited Financial Statements for the financial year ended 31 December 2023 together with the report of the Auditors and Directors' Statement		
2	Re-election of Mr. Liang Guo Zhan as a Director of the Company		
3	Appointment of Ms Kang Shwu Huey, Agnes as a Director of the Company		
4	Approval of the payment of Directors' fees for the financial year ended 31 December 2023		
5	Re-appointment of Messrs Mazars LLP as Auditors of the Company and authorising the Directors to fix their remuneration		
6	Authorising the Directors to issue shares, or to grant offers, agreements or options that might or would require shares to be issued		
7	Renewal of the interested person transaction mandate		
8	Renewal of the share buy-back mandate		

* Please indicate your vote "For" or "Against" with a tick (✓) within the box provided.

Dated this _____ day of _____, 2024.

TOTAL NUMBER OF SHARES IN :	
(a) CDP Register	
(b) Register of Members	

Signature(s) of Member(s) or
Common Seal of Corporate Member(s) or
Duly Authorised Attorney/Officer of Member(s)
(Please see notes overleaf before completing this form)



Notes:

1. A member entitled to attend and vote at the Meeting is entitled to appoint one or two proxies to attend and vote in his/her/its stead.
2. Where a member appoints more than one proxy, the proportion of the shareholding to be represented by each proxy shall be specified in this proxy form. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire shareholding and any second named proxy as an alternate to the first named.
3. A proxy need not be a member of the Company.
4. Where a member (whether individual or corporate) appoints the Chairman of the 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 Meeting as proxy for that resolution will be treated as invalid.
5. Members are strongly encouraged to submit completed proxy forms via email.
6. Please insert the total number of shares held by you. A member should only insert the number of shares registered in his/her/its name in the Register of Members of the Company. The number inserted should not include the shares entered against the member's in the Depository Register (as defined in the Byelaws of the Company). If no number is inserted, the Company shall be entitled to deem that this proxy form relates to all shares registered in the member's name in the Register of Members of the Company only.
7. This duly executed proxy form must be deposited at the office of the Company's Singapore Share Transfer Agent, Tricor Barbinder Share Registration Services, either by hand or by post at 9 Raffles Place, #26-01 Republic Plaza, Tower 1, Singapore 048619 or sent by email to sg.is.proxy@sg.tricorglobal.com, not less than 72 hours before the time appointed for the Meeting.
8. This proxy form must be executed under the hand of the appointor or of his attorney duly authorised in writing. Where this proxy form is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorised officer.
9. Where this proxy form 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 duly stamped and deposited with this proxy form, failing which this proxy form shall be treated as invalid.

General

The Company shall be entitled to reject a proxy form 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 the proxy form. In addition, in the case of shares entered in the Depository Register, the Company may reject a proxy form 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 Meeting, as certified by The Central Depository (Pte) Limited to the Company.

Personal Data Privacy

By submitting a proxy form appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM of the Company and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM of the Company (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

ANNUAL GENERAL MEETING - DEPOSITOR PROXY FORM

We, The Central Depository (Pte) Limited, ("CDP") being a member of **OUHUA ENERGY HOLDINGS LIMITED** (the "Company"), pursuant to a proxy form lodged or to be lodged by us with the Company (the "CDP Proxy Form"), 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 22 April 2024 (the "Cut Off Date"), as our proxy to vote for us on our behalf at the Annual General Meeting of the Company to be held in a wholly physical format at Lotus Room, Peninsula Tower, Level 5, Peninsula Excelsior Hotel, 5 Coleman Street, Singapore 179805 on Thursday, 25 April 2024 at 10:00 a.m., and at any adjournment thereof (the "Annual General Meeting").

I.

Total number of Shares held

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 (the "Appointee") whose details are given in Part II, provided that such details have been verified in Part V by the affixing of the seal or the signature of or on behalf of the person or 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:-

	Name	Address	NRIC/ Passport Number	Proportion of Shareholdings (%)
(a)				
	and/or (delete as appropriate)			
(b)				

as our proxy/proxies* to vote for us 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. If no specific direction as to voting is given, the Appointee(s) may vote or abstain from voting at his/her/their discretion, as he/she/they will on any other matter arising at the Annual General Meeting.

We further hereby authorise and direct the Company to accept this Depositor Proxy Form(s) in substitution for the CDP Proxy Form in respect of the Depositor(s) Shares and the CDP Proxy Form, to the extent it relates to the appointment of the said Depositor(s) as our proxy in respect of the Depositor(s) Shares, shall be of no force or effect whatsoever.

*Delete accordingly

III.	No.	Ordinary Resolution	For*	Against*	Abstain*
	1	Receipt and adoption of the Audited Financial Statements for the financial year ended 31 December 2023 together with the report of the Auditors and Directors' Statement			
	2	Re-election of Mr. Liang Guo Zhan as a Director of the Company			
	3	Appointment of Ms Kang Shwu Huey, Agnes as a Director of the Company			
	4	Approval of the payment of Directors' fees for the financial year ended 31 December 2023			
	5	Re-appointment of Messrs Mazars LLP as Auditors of the Company and authorising the Directors to fix their remuneration			
	6	Authorising the Directors to issue shares, or to grant offers, agreements or options that might or would require shares to be issued			
	7	Renewal of the interested person transaction mandate			
	8	Renewal of the share buy-back mandate			

* Please indicate your vote "For", "Against", or "Abstain" with a tick (✓) within the box provided.

Dated this day of 2024

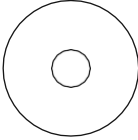
IV. The Central Depository (Pte) Limited



Signature of Director



V.

TO BE COMPLETED BY DEPOSITOR(S) IF HE/SHE/IT WISHES TO NOMINATE A PROXY/PROXIES UNDER PART II			
For Individuals:	For Corporations:		
			
_____ Signature of Direct Account Holder	_____ Signature of Director	_____ Signature of Director/Secretary	Common Seal

IMPORTANT:- PLEASE READ NOTES BELOW

Notes:-

Part I A Depositor(s) should only state the number of shares entered against his/her/its name in the Depository Register. The number stated should not include the shares registered in the Depositor’s name in the Register of Members of the Company. If no number is inserted, the Company shall be entitled to deem that this Depositor Proxy Form relates to all shares entered against such Depositor’s name in the Depository Register only.

Part II (1) A Depositor(s) who is a natural person need not submit this Depositor Proxy Form if he is attending the Annual General Meeting in person. A Depositor(s) may nominate not more than two Appointees, who shall be natural persons, to attend and vote in his/her/its place as proxy for CDP in respect of the number of the Depositor(s) Shares by completing Part II(a) and/or (b).

Where a Depositor(s) is a corporation and wishes to be represented at the Annual General Meeting, it must nominate an Appointee(s) to attend and vote as proxy for CDP at the Annual General Meeting in respect of the number of the Depositor(s) Shares.

(2) A Depositor(s) who wishes to nominate more than one Appointee must specify the proportion of the number of the Depositor(s) Shares (expressed as a percentage of the whole) to be represented by each Appointee. If no proportion of the number of the Depositor(s) Shares is specified, the Company shall be entitled to deem the Appointee whose name appears first as carrying 100 per cent of the number of the Depositor(s) Shares of his/her appointer and the Appointee whose name appears second as nominated in the alternate.

Part III A Depositor(s) should indicate with an “X” in the appropriate box against each resolution how he/she/it wishes the Appointee(s) to vote. If this Depositor Proxy Form is deposited without any indication as to how the Appointee(s) shall vote, the Appointee(s) may vote or abstain from voting at his/her/their discretion.

Part V (1) If a Depositor(s) wishes to nominate an Appointee(s), 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 Proxy Form must be executed under its common seal or under the hand of its attorney duly authorised in writing. **The power of attorney appointing the attorney or other authority, if any, under which this Depositor Proxy Form is signed, or a notarially/duly certified copy thereof must be attached to this Depositor Proxy Form.**

(2) This Depositor Proxy Form, duly completed, must be deposited by a Depositor(s) at the office of the Singapore Share Transfer Agent, Tricor Barbinder Share Registration Services, either by hand or by post to 9 Raffles Place #26-01, Republic Plaza Tower I, Singapore 048619 or sent by email to sg.is.proxy@sg.tricorglobal.com, **not less than 72 hours before the commencement of the Annual General Meeting.**

GENERAL

The Company shall be entitled to reject a proxy form 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 the proxy form. In addition, in the case of shares entered in the Depository Register, the Company may reject a proxy form 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 Meeting, as certified by The Central Depository (Pte) Limited to the Company.

PERSONAL DATA PROTECTION ACT CONSENT

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 3 April 2024.