

IMPORTANT:

- The Sixtieth Annual General Meeting of the Company ("Meeting") is being convened and will be held at Ballroom 1, Orchard Hotel Singapore, 442 Orchard Road, Singapore 238879 ("Physical Meeting") and by way of electronic means ("Virtual Meeting") pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. **Printed copies of the Notice of Meeting will not be sent to members.** Instead, the Notice of Meeting will be made available to members by electronic means via publication at the Company's corporate website at www.cdl.com.sg/agm and on SGX website at www.sgx.com/securities/company-announcements.
- A member who wishes to exercise his/her/its voting rights at the Meeting may:
 - (where the member is an individual) attend and vote "live" at the Physical Meeting or the Virtual Meeting; or
 - (whether the member is an individual or a corporate) appoint a proxy/proxies (other than the Chairman of the Meeting) to attend and vote "live" at the Physical Meeting or the Virtual Meeting on his/her/its behalf; or
 - (whether the member is an individual or a corporate) appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the Meeting.
- Members who wish to appoint a proxy/proxies to vote "live" at the Meeting on their behalf must complete and submit this Proxy Form in accordance with the instructions in the Notes overleaf by **11.00 a.m. on Sunday, 23 April 2023**.
- 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 CPFIS members and SRS investors. CPFIS members and SRS investors who wish to exercise their voting rights should approach their CPF Agent Banks or SRS Approved Banks by **5.00 p.m. on 14 April 2023**.
- By submitting a form appointing a proxy/proxies, the member accepts and agrees to the personal data privacy terms set out in the Notice of Meeting dated 28 March 2023.

I/We, (name) _____ with NRIC/Passport/Company Registration Number: _____

of (address) _____

being a member/members of City Developments Limited (the "Company"), hereby appoint:

Name	Email Address	NRIC/Passport No.	Proportion of Shareholdings	
			No. of shares	%

and/or

Name	Email Address	NRIC/Passport No.	Proportion of Shareholdings	
			No. of shares	%

or, failing whom, the Chairman of the Meeting as my/our proxy/proxies, to attend, speak and vote for me/us on my/our behalf at the Sixtieth Annual General Meeting of the Company ("Meeting") to be convened and held at Ballroom 1, Orchard Hotel Singapore, 442 Orchard Road, Singapore 238879 and by way of electronic means on **Wednesday, 26 April 2023 at 11.00 a.m.** and at any adjournment thereof in the following manner as specified below. I/We direct my/our proxy/proxies to vote for or against or abstain from voting on the resolutions to be proposed at the Meeting as indicated hereunder. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/her/their discretion.

No.	Resolutions	For*	Against*	Abstain*
(A)	ORDINARY BUSINESS:			
1.	Receipt of the Directors' Statement, Audited Financial Statements and the Auditors' Report thereon.			
2.	Declaration of a Final Ordinary Dividend and a Special Final Ordinary Dividend.			
3.	Approval of Directors' Fees of \$1,512,000 for the financial year ended 31 December 2022.			
4.	Approval of Directors' fees of up to \$2,000,000 for the financial year ending 31 December 2023.			
5.	Re-election of Directors retiring in accordance with Clause 83(a) of the Constitution of the Company: (a) Mr Philip Yeo Liat Kok (b) Mr Chong Yoon Chou (c) Mr Daniel Marie Ghislain Desbaillets			
6.	Election of Mr Tan Kian Seng retiring in accordance with Clause 76 of the Constitution of the Company.			
7.	Re-appointment of KPMG LLP as Auditors.			
(B)	SPECIAL BUSINESS:			
8.	Authority for Directors to issue ordinary shares and/or make or grant offers, agreements or options pursuant to Section 161 of the Companies Act 1967 and the listing manual of Singapore Exchange Securities Trading Limited.			
9.	Renewal of Share Purchase Mandate.			
10.	Renewal of IPT Mandate for Interested Person Transactions.			

* Voting will be conducted by poll. If you wish your proxy/proxies to cast all your votes "For" or "Against", please tick (✓) within the "For" or "Against" box provided in respect of that resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box provided in respect of that resolution. If you wish your proxy/proxies to abstain from voting on a resolution, please tick (✓) within the "Abstain" box provided in respect of that resolution.

Dated this _____ day of _____ 2023.

No. of Ordinary Shares Held

Signature(s) or Common Seal of Member(s)

Notes:

1. Please insert the total number of ordinary shares held by you. If you have ordinary shares entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number of ordinary shares. If you have ordinary shares registered in your name in the Register of Members (maintained by or on behalf of the Company), you should insert that number of ordinary shares. If you have ordinary shares entered against your name in the Depository Register and ordinary shares registered in your name in the Register of Members, you should insert the aggregate number of ordinary shares. If no number is inserted, this form of proxy will be deemed to relate to all the ordinary shares held by you.
2. A member who wishes to exercise his/her/its voting rights at the Meeting may:
 - (i) (where the member is an individual) attend and vote "live" at the Physical Meeting or the Virtual Meeting; or
 - (ii) (whether the member is an individual or a corporate) appoint a proxy/proxies (other than the Chairman of the Meeting) to attend and vote "live" at the Physical Meeting or the Virtual Meeting on his/her/its behalf; or
 - (iii) (whether the member is an individual or a corporate) appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the Meeting.
3. Members who wish to appoint a proxy/proxies to vote "live" at the Meeting on their behalf must complete and submit this Proxy Form in accordance with the Note (7) below by **11.00 a.m. on Sunday, 23 April 2023**.
4. Where a member (whether individual or corporate) appoints a proxy/proxies, he/she/it should give specific instructions as to the voting, or abstentions from voting, in respect of each resolution. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/her/their discretion. This proxy form may be downloaded from the Company's corporate website at www.cdl.com.sg/agm, and is also available from the SGX website at www.sgx.com/securities/company-announcements.
5.
 - (i) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the Meeting. Where such member's proxy form appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the proxy form.
 - (ii) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the Meeting, 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 proxy form appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the proxy form.

"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967.

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6. A proxy need not be a member of the Company.
7. The Proxy Form must be submitted to the Company in the following manner:
 - (i) if submitted by post, be lodged with the Company's Share Registrar, M & C Services Private Limited at 112 Robinson Road, #05-01, Singapore 068902; or
 - (ii) if submitted electronically, via email to the Company's Share Registrar at GPD@mnscsingapore.com, or via the pre-registration website at www.cdl.com.sg/agm2023,

in each case, not less than 72 hours before the time for holding the Meeting. A member who wishes to submit the proxy form must first 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, or via the Pre-Registration Page provided above.

Members are strongly encouraged to submit completed proxy forms electronically, via email or appoint a proxy/proxies via the online process through the Pre-Registration Page.

8. Completion and return of this proxy form shall not preclude a member from attending, speaking and voting at the Meeting. A member who attends the Physical Meeting in person or accesses the Virtual Meeting via the "live" audio-visual webcast of the Meeting proceedings may revoke the appointment of a proxy/proxies at any time before voting commences and, in such an event, the Company reserves the right to refuse entry by the proxy/proxies into the Physical Meeting and/or terminate the proxy/proxies' access to the "live" audio-visual webcast of the Meeting proceedings.
9. The proxy form must, if submitted by post or electronically via email, be signed under the hand of the appointor or of his/her attorney duly authorised in writing or, if submitted electronically via the online process through the Pre-Registration Page, be authorised by the appointor via the online process through the website. Where the proxy form is executed by a corporation, it must, if submitted by post or electronically via email, be executed either under its common seal or under the hand of its attorney or a duly authorised officer or, if submitted electronically via the online process through the Pre-Registration Page, be authorised by the appointor via the online process through the website.
10. The Company shall be entitled to reject the proxy form if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the form of proxy (including any related attachment). In addition, in the case of a member whose ordinary shares are entered in the Depository Register, the Company may reject any form of proxy lodged if the member, being the appointor, is not shown to have ordinary 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.

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60th AGM
PROXY FORM

Affix
Postage
Stamp

CITY DEVELOPMENTS LIMITED
c/o The Share Registrar
M & C Services Private Limited
112 Robinson Road
#05-01
Singapore 068902

3rd fold and glue all sides firmly overleaf. Do not staple.