

# PROXY FORM

## F J BENJAMIN HOLDINGS LTD

(Company Registration Number: 197301125N)

(Incorporated in the Republic of Singapore)

### IMPORTANT:

1. The Extraordinary General Meeting (“EGM”) is being convened, and will be held, by electronic means 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.
2. The Notice of EGM dated 2 February 2021 has been made available on the SGXNET and the Company’s website at <https://www.fjbenjamin.com/media-announcements.php>.
3. Alternative arrangements relating to attendance at the EGM via electronic means (including arrangements by which the EGM can be electronically accessed via live audio-webcast or live audio-only stream, registration for live webcast or live audio feed, submission of questions in advance of the EGM, addressing of substantial and relevant questions at the EGM and voting by appointing the Chairman of the EGM as proxy at the EGM, are set out in the accompanying document entitled “Instructions to Shareholders for Extraordinary General Meeting”.
4. Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the EGM in person. A member (whether individual or corporate) must appoint the Chairman of the EGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the EGM if such member wishes to exercise his/her/its voting rights at the EGM.
5. Investors who hold their shares through relevant intermediaries as defined in Section 181 of the Companies Act (including CPF members or SRS investors) and who wish to exercise their votes by appointing the Chairman of the EGM as proxy should contact their respective relevant intermediaries (including their respective CPF agent banks or SRS approved banks) to submit their voting instructions by 11.00 a.m. on 15 February 2021, in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the EGM to vote on their behalf by 11.00 a.m. on 22 February 2021.
6. By submitting this Proxy Form, the member accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 2 February 2021.
7. Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of the Chairman of the EGM as a member’s proxy to attend, speak and vote on his/her/its behalf at the EGM.

\*I/We, \_\_\_\_\_ (name) \_\_\_\_\_ (NRIC/Passport No./Company Registration No.)

of \_\_\_\_\_ (address)

being a member/members\* of F J Benjamin Holdings Ltd (the “Company”), hereby appoint the Chairman of the Extraordinary General Meeting of the Company (“EGM”) as \*my/our proxy/proxies to attend and vote for \*me/us on \*my/our behalf at the EGM to be convened and held by way of electronic means (via live audio webcast or live audio-only stream) on 24 February 2021 at 11.00 a.m. and at any adjournment thereof. \*I/We direct \*my/our proxy to vote for or against or abstain from voting the resolutions to be tabled at the EGM in the boxes provided hereunder.

All resolutions put to the vote at the EGM shall be conducted by poll.

Resolutions	For <sup>(1)</sup>	Against <sup>(1)</sup>	Abstain <sup>(1)</sup>
Special Resolution: Proposed Transfer from the Mainboard of the SGX-ST to the Catalist			
Ordinary Resolution: Proposed New Share Issue Mandate in accordance with Section 161 of the Companies Act and Rule 806(2) of the Catalist Rules			

\* Delete as appropriate

(1) If you wish to appoint the Chairman of the EGM as your proxy to cast all your votes **For** or **Against** or **Abstain**, please tick (✓) within the box provided. Alternatively, please indicate the number of votes **For** or **Against** or **Abstain** in the box in respect of that resolution. If you mark “Abstain”, you are directing your proxy not to vote.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2021

Total number of Shares In:	No. of Shares
(a) CDP Register	
(b) Register of Members	

\_\_\_\_\_  
Signature(s) of Shareholders(s) or  
Common Seal of Corporate Shareholder

IMPORTANT: PLEASE READ NOTES OVERLEAF

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# PROXY FORM

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## NOTES:

1. Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the EGM in person. A member (whether individual or corporate) must appoint the Chairman of the EGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the EGM if such member wishes to exercise his/her/its voting rights at the EGM.
2. This Proxy Form must be under the hand of the appointor or of his/her attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of an officer or attorney duly authorised.
3. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act (Chapter 289) Singapore), you should insert that number of shares. If you have shares registered in your name in the Register of Members of the Company, 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 of the Company, you should insert the aggregate number of shares. If no number is inserted, this form of proxy shall be deemed to relate to all the shares held by you.
4. Where a member (whether individual or corporate) appoints the Chairman of the EGM 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 EGM as proxy for that resolution will be treated as invalid.
5. The Chairman of the EGM, as proxy, need not be a member of the Company.
6. Investors who hold their shares through relevant intermediaries as defined in Section 181 of the Companies Act (including CPF members or SRS investors) and who wish to exercise their votes by appointing the Chairman of the EGM as proxy should contact their respective relevant intermediaries (including their respective CPF agent banks or SRS approved banks) to submit their voting instructions by **11.00 a.m. on 15 February 2021**, in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the EGM to vote on their behalf by **11.00 a.m. on 22 February 2021**.
7. The duly completed and signed Proxy Form must either be submitted to the Company in the following manner:
  - (a) if submitted by post, be lodged with the Company's share registrar, 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 SRS.TeamE@boardroomlimited.com.in either case, **by 11.00 a.m. on 22 February 2021 (being at least 48 hours before the time for holding the EGM).**

A member who wishes to submit a Proxy Form 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 SRS.TeamE@boardroomlimited.com. The Proxy Form is available for download from SGXNET and the Company's website at <https://www.fjbenjamin.com/media-announcements.php>.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed Proxy Forms by post, members are strongly encouraged to submit completed proxy forms electronically via email to SRS.TeamE@boardroomlimited.com.

## PERSONAL DATA PRIVACY:

By submitting this Proxy Form, the member accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 2 February 2021.

## GENERAL:

The Company shall be entitled to reject this Proxy Form 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 72 hours before the time appointed for holding the EGM (or at any adjournment thereof), as certified by The Central Depository (Pte) Limited to the Company.