

**AUSGROUP LIMITED**

(Company Registration No. 200413014R)  
(Incorporated in The Republic of Singapore)

**PROXY FORM****ANNUAL GENERAL MEETING ("AGM")**

(Please see notes overleaf before completing this form)

A printed copy of this Proxy Form will NOT be  
dispatched to shareholders.

**IMPORTANT:***Alternative Arrangements for Annual General Meeting*

- The Annual General Meeting ("AGM") of AusGroup Limited ("the **Company**") will be held by way of electronic means pursuant to the COVID-19 Order. 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 may:
  - (where the member is an individual) vote "live" via electronic means at the AGM, or (where the member is an individual or a corporate) appoint a proxy(ies) (other than the Chairman of the AGM) to vote "live" via electronic means at the AGM on his/her/its behalf; or
  - (where the member is an individual or a corporate) appoint the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM.
- 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 CPF/SRS investors who hold ordinary shares through their CPF/SRS funds. CPF/SRS investors who wish to vote should approach their respective CPF Agent Bank or SRS Operators to submit their votes **by 5.00 p.m. on 10 October 2022**, being 7 working days before the date of the AGM.

I/We,

(Name and NRIC/Passport/Company Registration Number(s))

of

(Address)

being a member/members of AusGroup Limited (the "**Company**"), hereby appoint

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

and/or

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

Or failing whom, the Chairman of the AGM as my/our\* proxy/proxies\* to attend and vote for me/us\* on my/our\* behalf at the AGM of the Company to be convened and held by way of electronic means on **Thursday, 20 October 2022 at 10.00 a.m. (Singapore time)** and at any adjournment thereof.

No.	Resolutions	Number of Votes For <sup>(1)</sup>	Number of Votes Against <sup>(1)</sup>	Number of Votes Abstain <sup>(1)</sup>
1	Adoption of the Directors' Statement and Audited Financial Statements for the year ended 30 June 2022 together with the Auditors' Report			
2(a)	Re-election of Mr Wu Yu Liang as a Director of the Company			
2(b)	Re-election of Mr Eng Chiaw Koon as a Director of the Company			
3A	Approval of Mr Wu Yu Liang's continued appointment as an Independent Director by shareholders			
3B	Approval of Mr Wu Yu Liang's continued appointment as an Independent Director by shareholders (excluding directors, chief executive officer, and their associates)			
4A	Approval of Ms Ooi Chee Kar's continued appointment as an Independent Director by shareholders			
4B	Approval of Ms Ooi Chee Kar's continued appointment as an Independent Director by shareholders (excluding directors, chief executive officer, and their associates)			
5	Approval of Directors' fees amounting up to S\$380,000 for the year ending 30 June 2023, to be paid quarterly in arrears			
6	Re-appointment of KPMG LLP as the Auditor of the Company and to authorise the Directors to fix its remuneration			
7	Authority to issue new shares			
8	Authority to issue shares under the AusGroup ESOS			
9	Authority to issue shares under the AusGroup PSP			

<sup>(1)</sup> If you wish to exercise all your votes "For" or "Against" or "Abstain", please tick within the box provided. Alternatively, please indicate the number of votes as appropriate. If you mark the "Abstain" box for a particular resolution, you are directing your proxy not to vote on that resolution. In the absence of specified direction in respect of a resolution, the appointment of Chairman of the AGM as your proxy for that resolution will be treated as invalid.

Dated this ..... day of ..... 2022

.....  
*Signature(s) of Shareholder(s) or Common Seal of  
Corporate Shareholder*

\*Delete where inapplicable

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

## IMPORTANT: PLEASE READ THE NOTES TO PROXY FORM BELOW

### Notes:

1. A printed copy of this Proxy Form **will not** be mailed to shareholders. This Proxy Form may be accessed at the Company's website at the URL <https://www.ausgrouppltd.com/investor-centre/> and will be made available on the SGXNet at the URL <https://www.sgx.com/securities/company-announcements>.
2. The AGM will be held by way of electronic means pursuant to the COVID-19 Order. 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 may: (a) (where the member is an individual) vote "live" via electronic means at the AGM, or (where the member is an individual or a corporate) appoint a proxy(ies) (other than the Chairman of the AGM) to vote "live" via electronic means at the AGM on his/her/its behalf; or (b) (where the member is an individual or a corporate) appoint the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM.
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 2001), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, 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, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.
4. Shareholders who hold shares of the Company through a relevant intermediary (as defined in Section 181 of the Companies Act), including CPF or SRS investors who wish to appoint the Chairman of the AGM as their proxy should approach their relevant intermediary through which they hold such shares or their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the AGM (i.e. **by 5.00 p.m. on 10 October 2022**) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a Proxy Form to appoint the Chairman of the AGM to vote on their behalf by the cut-off date.

Pursuant to Section 181 of the Companies Act, 1967, a "Relevant intermediary" means:

- (a) a banking corporation licensed under the Banking Act, Chapter 19 or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;
  - (b) a person holding a capital markets services licence to provide custodial services under the Securities and Futures Act 2001 and who holds shares in that capacity; or
  - (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
5. The Chairman of the AGM, as proxy, need not be a member of the Company.
  6. The Proxy Form appointing the Chairman of the AGM as proxy, duly executed, together with the power of attorney (if any) under which it is signed or a certified copy thereof, must be submitted to the Company in the following manner by **10.00 a.m. on 17 October 2022**, being not less than seventy-two (72) hours before the time appointed for holding the AGM:
    - (a) **if submitted electronically**, be submitted via the pre-registration website at the URL <https://conveneagm.com/sg/ausgroup>, or by email at [gpb@mncsingapore.com](mailto:gpb@mncsingapore.com) by enclosing a signed PDF copy of the Proxy Form; or
    - (b) **if submitted by post**, be deposited at the Share Registrar's Office of the Company at 112 Robinson Road #05-01 Singapore 068902.

A Shareholder 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 before scanning and sending it electronically via the pre-registration website or by email to the email address provided above.

**In view of the current Covid-19 situation in Singapore and the related safe distancing measures which may make it difficult for shareholders to submit the completed Proxy Forms by post, shareholders are strongly encouraged to submit their completed Proxy Forms electronically via the pre-registration website or by email.**

7. Where the Proxy Form appointing the Chairman of the AGM as proxy submitted via the pre-registration website or by email, it must be authorised in the following manner, failing which the instrument may be treated as invalid:
- (a) by way of the affixation of an electronic signature by the appointor or his/her duly authorised attorney or, as the case may be, an officer or duly authorised attorney of a corporation; or
  - (b) by way of the appointor or his/her duly authorised attorney or, as the case may be, an officer or duly authorised attorney of a corporation signing the instrument under hand and submitting a scanned copy of the signed Proxy Form via the pre-registration website or by email.

**Personal Data Privacy:**

By submitting an instrument appointing the Chairman of the AGM as proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 4 October 2022.

**General:**

The Company shall be entitled to reject the instrument appointing the Chairman of the AGM 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 of the AGM as proxy (including any related attachment). In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing the Chairman of the AGM as proxy 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.