



**PENGUIN**

**PENGUIN INTERNATIONAL LIMITED**

(Incorporated in the Republic of Singapore)  
(UEN : 197600165Z)

**PROXY FORM**

Please read notes overleaf before completing this Form

**Important**

1. The annual general meeting (“AGM” or “Meeting”) will be held, in a wholly physical format, at the venue, date and time stated below. There will be no option for members to participate virtually.
2. Pursuant to Section 181(1C) of the Companies Act 1967 (the “Act”), relevant intermediaries may appoint more than two proxies to attend, speak and vote at the AGM.
3. For investors who have used their Central Provident Fund or Supplementary Retirement Scheme monies to buy Shares in the Company (the “CPF Investors” or “SRS Investors”), 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.
4. CPF or SRS Investors who wish to appoint proxy or proxies should approach their respective CPF Agent Banks or SRS Operators and submit their instructions by **5 p.m. on 11 April 2024**.

**Personal Data Privacy**

By submitting an instrument appointing proxy(ies), the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 8 April 2024.

I/We \_\_\_\_\_ (Name)

\_\_\_\_\_ (NRIC No./Passport No./Company Registration No.)

of \_\_\_\_\_ (Address)

being a \*member/members of **PENGUIN INTERNATIONAL LIMITED** (the “Company”), hereby appoint:

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

\*and/or

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

or failing the person, or either or both the persons, referred to above, the Chairman of the Meeting as \*my/our proxy/proxies to attend and vote for \*me/us on \*my/our behalf at the AGM of the Company to be held at 22 Tuas Avenue 6, Singapore 639309 on Tuesday, 23 April 2024 at 3.00 p.m. and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for or against 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/their discretion, as he/they will on any other matter arising at the Meeting.

| NO.                      | ORDINARY RESOLUTIONS  | For* | Against* | Abstain* |
|--------------------------|---|------|----------|----------|
| <b>ORDINARY BUSINESS</b> |   |      |          |          |
| 1.                       | Adoption of Directors' Statement and Audited Financial Statements |      |          |          |
| 2.                       | Declaration and Approval of First and Final Dividend              |      |          |          |
| 3.                       | Approval of Directors' Fees                                       |      |          |          |
| 4.                       | Re-election of Ms. Joanna Tung May Fong as Director               |      |          |          |
| 5.                       | Re-election of Mr. Keith Tan Keng Soon as Director                |      |          |          |
| 6.                       | Re-election of Mr. Henry Tan Song Kok as Director                 |      |          |          |
| 7.                       | Re-appointment of PKF-CAP LLP as Auditor                          |      |          |          |
| <b>SPECIAL BUSINESS</b>  |   |      |          |          |
| 8.                       | Authority to issue shares pursuant to Share Issue Mandate         |      |          |          |
| 9.                       | Renewal of Share Buy-back Mandate                                 |      |          |          |

(\*Please indicate your vote “For”, “Against” or “Abstain” with an “X” within the box provided. Alternatively, please indicate the number of votes “For” or “Against” within the box provided. If you wish your proxy to “Abstain” from voting on a resolution, please indicate “X” in the “Abstain” box in respect of that resolution. Alternatively, please indicate the number of shares that your proxy(ies) is/are directed to abstain from voting in that resolution. In any other case, the proxy(ies) may vote or abstain as the proxy(ies) deem(s) fit on any of the above resolutions if no voting instruction is specified, and on any other matter arising at the AGM.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2024

**Total Number of Shares Held:** \_\_\_\_\_

\_\_\_\_\_  
Signature(s) of Member(s)/Common Seal

\* Please delete accordingly

**IMPORTANT: PLEASE READ NOTES OVERLEAF**

**IMPORTANT: PLEASE READ NOTES BEFORE COMPLETING THIS PROXY FORM**

**NOTES:**

1. (a) 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 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.
- (b) 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 form of proxy 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 form of proxy.

**"Relevant intermediary"** has the meaning ascribed to it in Section 181(6) of the Companies Act 1967.

A member who wishes to submit an instrument of proxy must complete and sign the proxy form, before submitting it in the manner set out below.

2. A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the Meeting as his/her/its proxy. If no name is inserted in the space for the name of your proxy on the form of proxy, the Chairman of the Meeting will act as your proxy.
3. The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:
  - (a) if submitted by post, be lodged at the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
  - (b) if submitted electronically, be submitted via email to the Company at [agm@penguin.com.sg](mailto:agm@penguin.com.sg).

in either case, by **3.00 p.m. on 20 April 2024**, being at least 72 hours before the time appointed for the AGM.

**Members are strongly encouraged to submit completed proxy forms electronically via email.**

4. Completion and return of this instrument appointing a proxy or proxies shall not preclude a member from attending, speaking and voting at the Meeting. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the Meeting in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy to the Meeting.
5. A member should insert the total number of shares held. If the member has shares entered against his name in the Depository Register (maintained by The Central Depository (Pte) Limited), he should insert that number of shares. If the member has shares registered in his name in the Register of Members (maintained by or on behalf of the Company), he should insert that number of shares. If the member has shares entered against his name in the Depository Register and registered in his name in the Register of Members, he should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by the member.
6. The instrument appointing a proxy(ies) must be deposited at the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632 not less than 72 hours before the time appointed for holding the Meeting or any adjournment thereof.
7. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies 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.
8. Where the instrument appointing a proxy or proxies 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 lodged together with the instrument, failing which the instrument may be treated as invalid.
9. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the Meeting, in accordance with Section 179 of the Companies Act 1967.
10. The Company shall be entitled to reject an instrument appointing the Chairman of the Meeting as proxy 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 instrument of proxy appointing the Chairman of the Meeting 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 Meeting as proxy if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.