THE PLACE HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)
(Registration No. 200107762R)

PROXY FORM – ANNUAL GENERAL MEETING

IMPORTANT:

Alternative Arrangements for Annual General Meeting (the "**AGM**" or "**Meeting**")

1. The AGM 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. Printed copies of this Proxy Form and Notice of AGM will be sent to members. The Notice of AGM and Proxy Form will also be made available on the Company's website at the URL http://www.theplaceholdings.com/index, and on SGX's website at the URL https://www.sgx.com/securities/company-announcements.
2. Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual conference), submission of questions to the Chairman of the Meeting in advance of the AGM, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman of the Meeting as proxy at the AGM, are set out in the Notice of AGM.
3. **Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the AGM in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend and vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM.** In appointing the Chairman of the Meeting as proxy, a member (whether individual or corporate) must give specific instructions as to voting, in the form of proxy. If no specific direction as to voting is given, the appointment of Chairman of the Meeting as proxy for that resolution will be treated as invalid.
4. For investors who have used their CPF/SRS monies to buy shares in the capital of THE PLACE HOLDINGS LIMITED, 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.
5. Such investors (including CPF/SRS investors) who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators at least seven working days (i.e. by 2.00 p.m. on 15 April 2021) before the AGM to specify voting instructions.
6. Please read the notes overleaf which contain instructions on, inter alia, the appointment of the Chairman of the Meeting as a member's proxy to attend and vote on his/her/its behalf at the AGM.

I/We _____ (Name)

_____ (NRIC/Passport/ Co. Registration No.)

of _____ (Address)

being a member/members of **THE PLACE HOLDINGS LIMITED** (the "**Company**"), hereby appoint:

the Chairman of the Meeting as my/our proxy to attend and vote for me/us on my/our behalf, at the Nineteenth Annual General Meeting ("**AGM**") of the Company, to be convened and held by way of **electronic means** on **Tuesday, 27 April 2021** at **2.00 p.m.** and at any adjournment thereof. I/We direct the Chairman of the Meeting as my/our proxy to vote for or against, or abstain from voting on, the Resolutions to be proposed at the AGM as indicated hereunder:

No.	Resolutions relating to:	*For	*Against	*Abstain
1	To receive and adopt Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2020, together with the Independent Auditor's Report thereon			
2	To re-elect Mr Ng Fook Ai Victor as a Director, a director who retires pursuant to Article 94 of the Constitution of the Company			
3	To re-elect Mr Ji Zenghe as a Director, a director who retires pursuant to Article 94 of the Constitution of the Company			
4	To re-elect Mr Chng Hee Kok as a Director, a director who retires pursuant to Article 94 of the Constitution of the Company			
5	To approve Mr Er Kwong Wah's continued appointment as an Independent Director by all shareholders			
6	To approve Mr Er Kwong Wah's continued appointment as an Independent Director by shareholders (excluding the directors and chief executive officer of the Company, and their respective associates)			
7	Approval of the payment of Directors' fees of S$206,000 for the financial year ended 31 December 2020			
8	To re-appoint Messrs Crowe Horwath First Trust LLP as Auditors of the Company for the financial year ending 31 December 2021 and to authorise the Directors of the Company to fix their remuneration			
9	Authority for Directors to allot and issue new shares pursuant to Section 161 of the Companies Act, Cap. 50 and the listing rules of the SGX-ST			
10	Authority to grant and allot and/or issue award shares pursuant to the Performance Share Scheme			
11	Approval for the participation by Mr Sun Quan in the Performance Share Scheme			

*Voting will be conducted by poll. If you wish the Chairman of the Meeting as your proxy to cast all your votes "**For**" or "**Against**" the relevant resolution, please tick (✓) within the relevant box provided. Alternatively, if you wish to exercise your votes both "**For**" and "**Against**" the relevant resolution, please insert the relevant number of shares in the boxes provided. If you wish the Chairman of the Meeting as your proxy to abstain from voting on the relevant resolution, please tick (✓) in the "**Abstain**" box provided in respect of that resolution. Alternatively, please insert the relevant number of shares that the Chairman of the Meeting as your proxy is directed to abstain from voting in the "Abstain" box provided in respect of that resolution. **In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the Meeting as your proxy for that resolution will be treated as invalid.**

Dated this _____ day of _____ 2021

Total Number of Shares held in:	
CDP Register	
Register of Members	

_____

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

IMPORTANT: PLEASE READ THE NOTES OVERLEAF

NOTES:

As the COVID-19 situation continues to evolve, the Company seeks shareholders' understanding that further measures and/or changes to the AGM arrangements may be made on short notice. In the event such measures are adopted, the Company will make announcements as appropriate. Shareholders should read the Company's announcements published via SGXNet to keep track of the future developments of the AGM arrangements, if any

1. 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 of 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, you 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 you.

2. **Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the AGM in person.** A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM. Printed copies of this Proxy Form will be sent to members. This proxy form may also be accessed at the Company's website at the URL http://www.theplaceholdings.com/index, and will also be on SGX's website at the URL https://www.sgx.com/securities/company-announcements.

   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.

   CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 2.00 p.m. on 15 April 2021.

3. The Chairman of the Meeting, as proxy, need not be a member of the Company.

4. The instrument appointing the Chairman of the Meeting as proxy must be submitted to the Company in the following manner:

   a) if submitted by post, be lodged with the Company at 6 Battery Road, #16-06, Singapore 049909; or

   b) if submitted by electronic means, be submitted via email to the Company at proxy@theplaceholdings.com.

   in either case, to be received by **2.00 p.m.** on **24 April 2021**, not less than 72 hours before the time appointed for the AGM.

   A member who wishes to submit an instrument of proxy 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.

   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.

5. The instrument appointing the Chairman of the Meeting as proxy must be signed by the appointer or by his/her attorney duly authorised in writing. Where the instrument appointing the Chairman of the Meeting as proxy is executed by a corporation, it must be executed either under its common seal or signed on its behalf by its attorney duly authorised in writing or by an authorised officer of the corporation. Where an instrument appointing the Chairman of the Meeting as proxy 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), if the instrument appointing the Chairman of the Meeting as proxy is submitted by post, be lodged with the instrument of proxy or, if the instrument appointing the Chairman of the Meeting as proxy is submitted electronically via email, be emailed with the instrument of proxy, failing which the instrument may be treated as invalid.

6. The Company shall be entitled to reject the 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 appointing the Chairman of the Meeting as proxy (including any related attachment). In addition, in the case of a member whose shares are 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 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

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 AGM dated 12 April 2021.