

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”)

- 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. The Notice of AGM and Proxy Form will be made available on the Company's website at the URL <https://www.theplaceholdings.com/newsroom>, and on SGX's website at the URL <https://www.sgx.com/securities/company-announcements>.
- 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, or “live” at the AGM, addressing of substantial and relevant questions at the AGM and voting at the AGM (i) “live” by the shareholders via electronic means; (ii) “live” through their duly appointed proxy(ies) (other than the Chairman of the Meeting); or (iii) through appointing the Chairman of the Meeting as proxy to vote on their behalf, are set out in the Notice of AGM.
- Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the AGM in person. A member who wish to exercise their voting rights at the AGM may: (i) (where the Shareholder is an individual) attend and vote “live” at the AGM; (ii) (where the Shareholder is an individual or a corporate) appoint proxy(ies) to attend and vote “live” at the AGM on their behalf; or (iii) (where the Shareholder is an individual or a corporate) appoint the Chairman as proxy to vote on their behalf.** In appointing a proxy or proxies (including the Chairman of the Meeting), 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 proxy (including the Chairman if he is appointed as proxy) will vote or abstain from voting at his/her discretion.
- For investors who have used their CPF 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.
- 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 (7) working days (i.e. by 3.30 p.m. on 14 April 2023) before the AGM to specify voting instructions.
- Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of proxy(ies) (including 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 No./Passport No./Company Registration No.)

of _____ (Address)

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

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

and/or (delete as appropriate)

--	--	--	--	--

or failing whom, the Chairman of the Meeting as my/our* proxy to attend and vote for me/us* on my/our* behalf, at the Twenty-First Annual General Meeting (“AGM”) of the Company, to be convened and held by way of **electronic means** on **Tuesday, 25 April 2023 at 3.30 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. If no specific direction as to voting or abstention is given or in the event of any other matter arising at the AGM and at any adjournment thereof, the proxy/proxies* shall vote or abstain from voting at his/her* own discretion.

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 2022, together with the Independent Auditor’s Report thereon			
2	To re-elect Mr Ji Zenghe as a Director, a director who retires pursuant to Article 94 of the Constitution of the Company			
3	To re-elect Mr Chng Hee Kok as a Director, a director who retires pursuant to Article 94 of the Constitution of the Company			
4	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			
5	To re-elect Dr Yeo Guat Kwang as a Director, a director who retires pursuant to Article 100 of the Constitution of the Company			
6	Approval of the payment of Directors’ fees of S\$195,000 for the financial year ended 31 December 2022			
7	To re-appoint Messrs Crowe Horwath First Trust LLP as Auditors of the Company for the financial year ending 31 December 2023 and to authorise the Directors of the Company to fix their remuneration			
8	Authority for Directors to allot and issue new shares pursuant to Section 161 of the Companies Act 1967 and the listing rules of the SGX-ST			
9	Authority to grant and allot and/or issue award shares pursuant to the Performance Share Scheme			
10	Approval for the participation by Mr Sun Quan in the Performance Share Scheme			



*Voting will be conducted by poll. If you wish your proxy/proxies (including the Chairman of Meeting) 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 your proxy/proxies (including the Chairman of Meeting) 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 your proxy/proxies (including the Chairman of Meeting) 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 proxy (including the Chairman if he is appointed as proxy) will vote or abstain from voting at his/her discretion.**

Dated this _____ day of _____ 2023

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 2001), 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. You will not be able to attend the AGM in person. If you wish to exercise your voting rights at the AGM you may:
 - a) vote “live” via electronic means at the AGM; or
 - b) appoint a proxy(ies) (other than the Chairman of the Meeting) to vote “live” via electronic means at the AGM on your behalf; or
 - c) appoint the Chairman of the Meeting as your proxy to vote on your behalf at the AGM.

This proxy form is available at the Company’s website at <https://www.theplaceholdings.com/newsroom> and the SGX website at www.sgx.com/securities/company-announcements.

3. This Proxy Form is not valid for use by investors who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act 1967), including CPF/SRS investors, and shall be ineffective if used or purported to be used by them. Such investors who wish to vote should approach their respective relevant intermediaries as soon as possible to specify voting instructions. CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective Agent Banks/SRS operators to submit their votes by 3:30 p.m. on 14 April 2023.
4. The Chairman of the Meeting, as proxy, need not be a member of the Company.
5. This proxy form may be submitted:
 - a) electronically via email to TPH2023@boardroomlimited.com or
 - b) by post to be lodged at the office of the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632,

not less than 72 hours before the time appointed for holding the AGM. All proxy forms must be completed and signed to be valid. Members are strongly encouraged to submit their completed proxy forms electronically to ensure that they are received by the Company by the stipulated deadline.

6. A shareholder who accesses the “live” webcast platform of the AGM proceedings may revoke the appointment of his/her proxy(ies) at any time before voting commences. In such event, the Company reserves the right to terminate the proxy(ies)’ access to the AGM proceedings.
7. The Proxy Form must be signed by the appointer or by 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 signed on its behalf by its attorney duly authorised in writing or by an authorised officer of the corporation. Where the Proxy Form is signed on behalf of the appointer by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company), if Proxy Form is submitted by post, be lodged with the instrument of proxy or, if the Proxy Form is submitted electronically via email, be emailed with the instrument of proxy, failing which the instrument may be treated as invalid.
8. The Company shall be entitled to reject the Proxy Form if it is incomplete, improperly completed, illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in the Proxy Form (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 appointer, 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 10 April 2023.