

YOMA STRATEGIC HOLDINGS LTD.

(Incorporated in the Republic of Singapore)
(Company Registration No. 196200185E)

IMPORTANT

1. The extraordinary general meeting of the Company (the "EGM") is being convened, and will be held, by way of 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. **To minimise physical interactions and COVID-19 transmission risks, a member will not be able to attend the EGM in person.** A member (whether individual or corporate and including a Relevant Intermediary*) may vote "live" at the EGM, or otherwise may appoint the Chairman of the Meeting or such other persons as his/her/its proxy to vote on his/her/its behalf at the EGM if such member wishes to exercise his/her/its voting rights at the EGM.
3. This Proxy Form is not valid for use by CPF investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
4. Investors who hold shares through Relevant Intermediaries, including CPF or SRS investors, who wish to vote should approach their respective Relevant Intermediaries, CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the EGM in order to allow sufficient time for their respective Relevant Intermediaries, CPF Agent Banks or SRS Operators to in turn submit a proxy form to appoint the Chairman of the Meeting or such other persons to vote on their behalf by the cut-off date.
5. By submitting an instrument appointing the Chairman of the Meeting or such other persons as his/her/its proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of Extraordinary General Meeting dated 19 February 2023.

PROXY FORM

EXTRAORDINARY GENERAL MEETING

I/We, _____ (Name) _____ (NRIC/Passport/UEN Number)
of _____ (Address)

being a member/members of YOMA STRATEGIC HOLDINGS LTD. (the "Company"), hereby appoint:

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

and/or (delete as appropriate)

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

or failing him/her/them*, the **Chairman of the Meeting** as my/our* proxy/proxies to vote on my/our* behalf at the extraordinary general meeting of the Company (the "EGM") to be held by way of electronic means on 6 March 2023 at 10.00 a.m., and at any adjournment thereof in the following manner as specified below. If no specific direction as to voting or abstention is given or in the event of any other matter arising at the EGM and at any adjournment thereof, my/our proxy/proxies* may vote or abstain from voting at his/her* discretion.

NOTE: Voting on all resolutions will be conducted by poll. If you wish to exercise 100% of your votes **For** or **Against** a resolution, please tick with "✓" in the corresponding box against that resolution. If you wish to **Abstain** from voting on a resolution, please tick with "✓" in the corresponding box against that resolution. If you wish to split your votes, please indicate the number of votes **For** and/or **Against** and/or **Abstain** in the corresponding box against 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.

Ordinary Resolution		For	Against	Abstain
1	TO APPROVE THE PROPOSED DISPOSAL OF THE SALE LAND BY SUBSIDIARIES OF THE COMPANY, THANLYN ESTATE DEVELOPMENT LIMITED AND STAR CITY INTERNATIONAL SCHOOL COMPANY LIMITED			

* Please delete as appropriate

Dated this _____ day of _____ 2023

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

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

IMPORTANT: PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS PROXY FORM.



All capitalised terms used in this Proxy Form which are not defined herein shall, unless the context otherwise requires, have the same meanings ascribed to them in the Circular to Shareholders of the Company dated 19 February 2023.

Notes:

1. Please insert the total number of shares held by you. If you have 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 the Register of Members (maintained by or on behalf 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 shares held by you.
2. To minimise physical interactions and COVID-19 transmission risks, a member of the Company will not be able to attend the EGM in person. A member of the Company (whether individual or corporate and including a Relevant Intermediary*) may vote "live" at the EGM, or otherwise may appoint the Chairman of the Meeting or such other persons as his/her/its proxy to vote on his/her/its behalf at the EGM if such member wishes to exercise his/her/its voting rights at the EGM.

In appointing the Chairman of the Meeting or such other persons as proxy, a member of the Company (whether individual or corporate and including a Relevant Intermediary*) 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.

*Relevant Intermediary(ies) has the meaning ascribed to it in Section 181 of the Companies Act 1967.

Fold along dotted line

Affix
postage
stamp
here

YOMA STRATEGIC HOLDINGS LTD.

c/o B.A.C.S Private Limited
77 Robinson Road
#06-03 Robinson 77
Singapore 068896

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Investors who hold shares through Relevant Intermediaries, including CPF or SRS investors, who wish to vote should approach their respective Relevant Intermediaries or CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the EGM (i.e. by 10.00 a.m. on 22 February 2023) in order to allow sufficient time for their respective Relevant Intermediaries or CPF Agent Banks or SRS Operators to in turn submit a proxy form to appoint the Chairman of the Meeting or such other persons to vote on their behalf by the cut-off date.

3. The Chairman of the Meeting, as proxy, need not be a member of the Company.
4. This form of proxy must be signed by the appointor or his attorney duly authorized in writing. Where the form of proxy is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorized officer. The power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority shall be lodged with the form of proxy, failing which, the person so named shall not be entitled to vote in respect thereof.
5. This form of proxy must be submitted to the Company not less than 48 hours before the time set for the EGM (i.e. by 10.00 a.m. on 4 March 2023) in the following manner:-
 - (a) if submitted by post, be lodged at the office of the Share Registrar, B.A.C.S Private Limited, at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896; or
 - (b) if submitted electronically, be submitted via (i) the Company's pre-registration website at URL <https://conveneagm.sg/YomaEGM2023> (ii) by email to main@zicoholdings.com.
6. **In view of the current Covid-19 situation, members are strongly encouraged to submit completed proxy forms electronically.**
7. The Company shall be entitled to reject the form of 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 form of proxy (including any related attachment). In addition, in the case of shares entered in the Depository Register, the Company may reject any form of proxy 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 set for holding the EGM, as certified by the Central Depository (Pte) Limited to the Company.

Please cut along the dotted line

