

**REX INTERNATIONAL HOLDING LIMITED**(Incorporated in the Republic of Singapore)  
(Company Registration No.: 201301242M)**ANNUAL GENERAL MEETING  
PROXY FORM****IMPORTANT:**

- The Annual General Meeting ("AGM") 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.
- Alternative arrangements relating to, among others, attendance at the AGM, submission of questions in advance of the AGM, and/or voting at the AGM are set out in the Notice of AGM dated 31 March 2022.
- The Notice of AGM and this form of proxy ("**Proxy Form**") have been made available on the Company's website at <https://investor.rexih.com/> and on the SGX website at <https://www.sgx.com/securities/company-announcements>. Printed copies of the Notice of AGM and this Proxy Form will not be sent to members.
- As the AGM is held by way of electronic means, a member will NOT be able to attend the AGM in person.**
- This Proxy Form is not valid for use by investors who buy shares using CPF monies ("**CPF Investors**") and/or SRS monies ("**SRS investors**") (as may be applicable) and shall be ineffective for all intents and purposes if used or purported to be used by them. CPF Investors and/or SRS investors: (a) may vote live via electronic means at the AGM if they are appointed as proxies by their respective CPF Agent Banks and/or SRS Operators, and should contact their respective CPF Agent Banks and/or SRS Operators if they have any queries regarding their appointment as proxies, or (b) may appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks and/or SRS Operators to submit their votes at least seven working days before the AGM.

I/We\*, \_\_\_\_\_ (Name) \_\_\_\_\_ (NRIC No./Passport No./  
Company Registration No.) of \_\_\_\_\_  
(Address) being a member/members\* of REX INTERNATIONAL HOLDING LIMITED (the "**Company**"), hereby appoint

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

and/or\*

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

and/or the Chairman of the AGM\* as my/our\* proxy/proxies to attend and to vote for or against, or to abstain from voting on the Ordinary Resolutions to be proposed at the AGM as indicated hereunder, for me/us\* on my/our\* behalf, at the AGM to be held by way of electronic means on Friday, 29 April 2022 at 3.00 p.m. (Singapore time) and at any adjournment thereof. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/her/their discretion, as he/she/they may on any other matter arising at the AGM.

No.	Resolutions	For <sup>#</sup>	Against <sup>#</sup>	Abstain <sup>#</sup>
<b>ORDINARY BUSINESS</b>				
1.	To receive and adopt the Directors' Statement and Audited Financial Statements of the Company for the financial year ended 31 December 2021 together with the Auditors' Report thereon			
2.	To declare a tax exempt (one-tier) final dividend of 0.5 Singapore cents per ordinary share for the financial year ended 31 December 2021			
3.	To approve the payment of Directors' fees of S\$621,383/- payable quarterly in arrears, and additional remuneration of S\$540,000/- to independent non-executive directors for the financial year ending 31 December 2022			
4.	To approve the payment of additional remuneration of S\$540,000/- to independent non-executive directors for the financial year ended 31 December 2021			
5.	To re-elect Karl Lidgren who is retiring by rotation pursuant to Regulation 93 of the Company's Constitution			
6.	To re-elect Christopher Atkinson who is retiring by rotation pursuant to Regulation 93 of the Company's Constitution			
7.	To re-appoint KPMG LLP as the Company's auditors for the financial year ending 31 December 2022 and to authorise the Directors to fix their remuneration			
<b>SPECIAL BUSINESS</b>				
8.	To approve the authority to allot and issue shares			
9.	To approve the authority to allot and issue shares under the Rex International Employee Share Option Scheme			
10.	To approve the authority to allot and issue shares under the Rex International Performance Share Plan			
11.	To approve the continued appointment of Sin Boon Ann as an Independent Director by all shareholders			
12.	To approve the continued appointment of Sin Boon Ann as an Independent Director by shareholders (excluding the Directors and the Chief Executive Officer of the Company, and their associates)			

**Notes:**

\* Delete accordingly

\*\* Required for registration purposes. The Confirmation Email will be sent to the email addresses disclosed herein.

# Voting will be conducted by poll. If you wish to exercise all your votes "For" or "Against" the relevant resolution, please indicate with "X" within the relevant box provided. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box in respect of that resolution. If you wish the proxy to abstain from voting on a resolution, please indicate with "X" in the "Abstain" box for a particular resolution. Alternatively, please indicate the number of votes that your proxy is directed to abstain from voting in the "Abstain" box for a particular resolution. Where the Chairman of the AGM is appointed as proxy and in the absence of specific directions in respect of a resolution, the appointment of the Chairman of the AGM as your proxy for that resolution will be treated as invalid.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2022

Total No. of Shares in	No. of Shares
CDP Register	
Register of Members	

\_\_\_\_\_  
Signature of Member(s) or Common Seal**IMPORTANT: Please Read Notes for This Proxy Form.**

#### NOTES:

1. A shareholder of the Company (“**Shareholder**”) entitled to attend and vote at the AGM, who is not a relevant intermediary (as defined in Section 181 of the Companies Act 1967), is entitled to appoint one or two proxies to attend and vote in his/her/its stead. Where a Shareholder appoints more than one proxy, the appointments shall be invalid unless he/she/it specifies the proportion of his/her/its shareholding (expressed as a percentage of the whole) to be represented by each proxy.
2. A Shareholder who is a relevant intermediary entitled to attend and vote at the AGM is entitled to appoint more than one proxy to attend and vote instead of the Shareholder, but each proxy must be appointed to exercise the rights attached to a different share in the Company (“**Share**”) or Shares held by such Shareholder. Where such Shareholder appoints more than one proxy, it should annex to the instrument appointing a proxy or proxies (the “**Proxy Form**”) the list of proxies, setting out, in respect of each proxy, the name, address, email address, NRIC/Passport Number and proportion of shareholding (number of Shares and percentage) in relation to which each proxy has been appointed. For the avoidance of doubt, a CPF Agent Bank/SRS Operator who intends to appoint CPF/SRS investors as its proxies shall comply with this Note. The appointments shall be invalid unless the Shareholder specifies the number of Shares in relation to which each proxy has been appointed in the Proxy Form.
3. A proxy need not be a Shareholder. The Chairman of the AGM, as proxy, need not be a Shareholder.
4. The Proxy Form must be submitted in the following manner:
  - (a) if submitted by post, be lodged at the office of the Company’s Share Registrar, Tricor Barbinder Share Registration Services (a division of Tricor Singapore Pte Ltd) at 80 Robinson Road, #11-02, Singapore 068898; or
  - (b) if submitted electronically, be submitted via email to the Company’s Share Registrar at [sg.is.proxy@sg.tricorglobal.com](mailto:sg.is.proxy@sg.tricorglobal.com); or
  - (c) through the registration website accessible via <https://www.rexih.com> in electronic form,in each case, by 3.00 p.m. on 27 April 2022, being not less than 48 hours before the time appointed for holding the AGM and in default the instrument of proxy shall not be treated as valid.

A Shareholder who wishes to submit an instrument of proxy must first download, complete and sign the Proxy Form, before submitting it in any manner provided above. The Proxy Form can be downloaded from SGXNet or the Company’s website at <https://www.rexih.com>.

**Shareholders are strongly encouraged to submit completed proxy forms electronically via email or through the registration website accessible via <https://www.rexih.com>.**

5. The Proxy Form must be executed under the hand of the appointor or of his attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of an attorney or a duly authorised officer or in such manner as appropriate under applicable laws, failing which the instrument may be treated as invalid.
6. Where the Proxy Form is signed or authorised 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 with the Proxy Form, failing which the instrument may be treated as invalid.
7. CPF Investors and/or SRS investors: (a) may vote live via electronic means at the AGM, or pre-cast their votes via the URL in the Confirmation Email if they are appointed as proxies by their respective CPF Agent Banks and/or SRS Operators, and should contact their respective CPF Agent Banks and/or SRS Operators if they have any queries regarding their appointment as proxies; or (b) may appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks and/or SRS Operators to submit their voting instructions by 5.00 p.m. on 20 April 2022, being seven working days before the AGM.
8. Completion and return of the Proxy Form shall not preclude a Shareholder from attending, speaking and voting at the AGM. Any appointment of a proxy or proxies shall be deemed to be revoked if a Shareholder attends the live AGM, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the Proxy Form, to the live AGM.
9. A Shareholder should insert the total number of Shares held in the Proxy Form. If the Shareholder has Shares entered against his/her name in the Depository Register maintained by The Central Depository (Pte) Limited (“**CDP**”), he/she should insert that number of Shares. If the Shareholder has Shares registered in his/her name in the Register of Members of the Company, he/she should insert that number of Shares. If the Shareholder has Shares entered against his/her name in the Depository Register and registered in his/her name in the Register of Members, he/she should insert the aggregate number of Shares. If no number is inserted, the Proxy Form will be deemed to relate to all the Shares held by the Shareholder.
10. Any reference to a time of day is made by reference to Singapore time.

#### GENERAL:

The Company shall be entitled to reject the Proxy Form 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 Proxy Form (such as in the case where the appointor submits more than one instrument of proxy). In addition, in the case of a member whose Shares are entered against his/her name in the Depository Register, the Company may reject any Proxy Form lodged if such members are not shown to have Shares as entered against his/her name in the Depository Register 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 the Proxy Form, the shareholder accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 31 March 2022.