

PROXY FORM

SEMBCORP INDUSTRIES LTD

(Incorporated in the Republic of Singapore)
Company Registration No. 199802418D

IMPORTANT

1. The SCI 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. Printed copies of the Notice will be sent to members, and also made available by electronic means via publication on the Company's website at the URL <https://www.sembcorp.com/en/investor-relations/extraordinary-general-meeting>. The Notice will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
2. Alternative arrangements relating to attendance at the SCI EGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the SCI EGM in advance of the SCI EGM, addressing of substantial and relevant questions before or at the SCI EGM and voting by appointing the Chairman of the SCI EGM as proxy at the SCI EGM, are set out in the accompanying Company's announcement dated 22 July 2020. This announcement may be accessed at the Company's website at the URL <https://www.sembcorp.com/en/investor-relations/extraordinary-general-meeting>, and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
3. **Due to the current COVID-19 situation in Singapore, a member will not be allowed to attend the SCI EGM in person. A member (whether individual or corporate) must appoint the Chairman of the SCI EGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the SCI EGM if such member wishes to exercise his/her/its voting rights at the SCI EGM.**
4. CPFIS Members and SRS Investors who wish to appoint the Chairman of the SCI EGM as proxy should approach their respective CPF agent banks or SRS Approved Banks to submit their votes by 11.30 a.m. on 5 August 2020.
5. By submitting an instrument appointing the Chairman of the SCI EGM as proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice dated 22 July 2020.
6. **Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of the Chairman of the SCI EGM as a member's proxy to attend, speak and vote on his/her/its behalf at the SCI EGM.**

I / We, _____ (Name) _____ (NRIC / Passport / Co Regn No.)
of _____ (Address)

being a member / members of SEMBCORP INDUSTRIES LTD (the "**Company**"), hereby appoint the Chairman of the SCI EGM as my / our proxy to attend, speak and vote for me / us on my / our behalf at the SCI EGM to be convened and held by way of electronic means on 11 August 2020 at 11.30 a.m. (Singapore time) and at any adjournment thereof in the following manner:

	For	Against	Abstain
ORDINARY RESOLUTION: To approve the Proposed Distribution			

*Voting will be conducted by poll. If you wish the Chairman of the SCI EGM as your proxy to cast all your votes "For" or "Against" the resolution, please indicate with an "X" in the "For" or "Against" box provided in respect of the resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box provided in respect of the resolution. If you wish the Chairman of the SCI EGM as your proxy to abstain from voting on the resolution, please indicate with an "X" in the "Abstain" box provided in respect of the resolution. Alternatively, please indicate the number of shares the Chairman of the SCI EGM 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 the resolution, the appointment of the Chairman of the SCI EGM as your proxy for the resolution will be treated as invalid.***

Total Number of SCI Shares Held

Signature or Common Seal of Member(s)

Date

8

Notes:

1. 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 members has shares registered in his name in the Register of SCI (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 shares registered in his name in the Register of SCI, 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.
2. **Due to the current COVID-19 situation in Singapore, a member will not be allowed to attend the SCI EGM in person. A member (whether individual or corporate) must appoint the Chairman of the SCI EGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the SCI EGM if such member wishes to exercise his/her/its voting rights at the SCI EGM.** This proxy form may be accessed at the Company's website at the URL <https://www.sembcorp.com/en/investor-relations/extraordinary-general-meeting>, and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Where a member (whether individual or corporate) appoints the Chairman of the SCI EGM 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 SCI EGM as proxy for that resolution will be treated as invalid. CPFIS Members and SRS Investors who wish to appoint the Chairman of the SCI EGM as proxy should approach their respective CPF agent banks or SRS Approved Banks to submit their votes by 11.30 a.m. on 5 August 2020.
3. The Chairman of the SCI EGM, as proxy, need not be a member.
4. The instrument appointing the Chairman of the SCI EGM as proxy must be submitted to the Company in the following manner:
 - (i) if submitted by post, be lodged at the office of the Company's Share Registrar, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902; or
 - (ii) if submitted electronically, be submitted via email to the Company's Share Registrar at gpe@mncsingapore.com.
 in either case not less than 72 hours before the time appointed for the SCI EGM.
 A member who wishes to submit an instrument of proxy must first download (where necessary), 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. Alternatively, a member may

download, complete and authorise the proxy form by way of the affixation of an electronic signature, before 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. Where the instrument appointing the Chairman of the SCI EGM as proxy is submitted by post, it must be under the hand of the appointor or of his attorney duly authorised in writing and where such instrument is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.

Where the instrument appointing the Chairman of the SCI EGM as proxy is submitted electronically, it must be authorised in the following manner:

- (i) by way of the affixation of an electronic signature by the appointor or of his attorney duly authorised in writing or, as the case may be, an officer or duly authorised attorney of a corporation; or
- (ii) by way of the appointor or his duly authorised attorney or, as the case may be, an officer or duly authorised attorney of a corporation signing the instrument under hand and submitting a scanned copy of the signed instrument by email.

Where an instrument appointing the Chairman of the SCI EGM as proxy is signed or, as the case may be, 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), if the instrument appointing the Chairman of the SCI EGM as proxy is submitted by post, be lodged with the instrument of proxy or, if the instrument appointing the Chairman of the SCI EGM 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 SCI EGM as proxy if it is incomplete, improperly completed or 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 SCI EGM as proxy (including any related attachment). In addition, in the case of members whose shares are entered against their names in the Depository Register, the Company may reject any instrument appointing the Chairman of the SCI EGM as proxy lodged or submitted if such members are not shown to have shares entered against their names in the Depository Register 72 hours before the time appointed for holding the SCI EGM as certified by The Central Depository (Pte) Limited to the Company.

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BUSINESS REPLY SERVICE
PERMIT NO. 06735



The Company Secretary
Sembcorp Industries Ltd
c/o M & C Services Private Limited
112 Robinson Road #05-01
Singapore 068902

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