

# Proxy Form

## Sembcorp Industries Ltd

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

### IMPORTANT

- The Annual General Meeting ("AGM") will be held, in a wholly physical format, at Hibiscus Ballroom, Level 3, Marina Bay Sands Expo and Convention Centre, 10 Bayfront Avenue, Singapore 018956 on Tuesday, April 23, 2024 at 9.30 a.m. **There will be no option for shareholders to participate virtually.**
- 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 CPF and SRS investors.
- CPF and SRS investors:
  - may vote at the AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
  - may appoint the Chairman of the Meeting as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on April 11, 2024.
- By submitting an instrument appointing a proxy(ies) and / or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated April 1, 2024.
- Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of a proxy(ies).**

### Twenty-Sixth Annual General Meeting

I / We \_\_\_\_\_ (Name) \_\_\_\_\_ (NRIC / Passport / Co Regn. No.)

of \_\_\_\_\_ (Address)

being a member / members of SEMBCORP INDUSTRIES LTD (the "Company") hereby appoint:

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

and / or (delete as appropriate)

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

or if no proxy is named, the Chairman of the Meeting as my / our proxy / proxies to attend, speak and vote for me / us on my / our behalf at the AGM of the Company to be held on Tuesday, April 23, 2024 at 9.30 a.m. at Hibiscus Ballroom, Level 3, Marina Bay Sands Expo and Convention Centre, 10 Bayfront Avenue, Singapore 018956 and at any adjournment thereof. I / We direct my / our proxy / proxies to vote for or against or to abstain from voting on the resolutions to be proposed at the AGM as indicated below.

No.	Ordinary Resolutions	For	Against	Abstain
<b>ROUTINE BUSINESS</b>				
1.	To adopt the Directors' Statement and Audited Financial Statements			
2.	To declare a final dividend			
3.	To re-elect Lim Ming Yan			
4.	To re-elect Dr Josephine Kwa Lay Keng			
5.	To re-elect Wong Kim Yin			
6.	To re-elect Kunnasagaran Chinniah			
7.	To re-elect Marina Chin Li Yuen			
8.	To re-elect Ong Chao Choon			
9.	To approve directors' fees for the year ending December 31, 2024			
10.	To reappoint KPMG LLP as Auditors and to authorise the directors to fix their remuneration			
<b>SPECIAL BUSINESS</b>				
11.	To approve the proposed renewal of the Share Issue Mandate			
12.	To authorise the directors to grant awards and issue shares under the Sembcorp Industries Share Plans			
13.	To approve the proposed renewal of the IPT Mandate			
14.	To approve the proposed renewal of the Share Purchase Mandate			

Voting will be conducted by poll. If you wish your proxy / proxies to cast all your votes "For" or "Against" a resolution, please indicate with an "X" in the "For" or "Against" box provided in respect of that resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box provided in respect of that resolution. If you wish your proxy / proxies to abstain from voting on a resolution, please indicate with an "X" in the "Abstain" box provided in respect of that resolution. Alternatively, please indicate the number of shares your proxy / proxies is directed to abstain from voting in the "Abstain" box provided in respect of that resolution. **In any other case, the proxy / proxies may vote or abstain as the proxy / proxies deem(s) fit on any of the above resolutions if no voting instruction is specified, and on any other matter arising at the AGM.**

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2024.

Total Number of Shares Held

\_\_\_\_\_  
Signature(s) or Common Seal of Member(s)

\_\_\_\_\_  
Contact Number / Email Address of Member(s)

1. If the member has shares entered against his / her / its name in the Depository Register (maintained by The Central Depository (Pte) Limited), he / she / it should insert that number of shares. If the member has shares registered in his / her / its name in the Register of Members (maintained by or on behalf of the Company), he / she / it should insert that number of shares. If the member has shares entered against his / her / its name in the Depository Register and shares registered in his / her / its name in the Register of Members, he / she / it 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. a. A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the AGM. Where such member's instrument appointing a proxy(ies) appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.  
b. A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's instrument appointing a proxy(ies) appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument.  
**"Relevant intermediary"** has the meaning given to it in Section 181 of the Companies Act 1967.  
A member who wishes to appoint a proxy(ies) must complete the instrument appointing a proxy(ies), before submitting it in the manner set out below.
3. A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the Meeting as his / her / its proxy.
4. The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:
  - a. if submitted personally or by post, be lodged at the office of the Company's Share Registrar, Tricor Barbinder Share Registration Services, at 9 Raffles Place, #26-01 Republic Plaza Tower 1, Singapore 048619; or
  - b. if submitted electronically, be submitted via email to the Company's Share Registrar at [SEMBCORP-proxy@sg.tricorglobal.com](mailto:SEMBCORP-proxy@sg.tricorglobal.com),and in each case, must be lodged or received (as the case may be) not less than 72 hours before the time appointed for holding the AGM.
5. Completion and submission of the instrument appointing a proxy(ies) by a member will not prevent him / her from attending, speaking and voting at the AGM if he / she so wishes. The appointment of the proxy(ies) for the AGM will be deemed to be revoked if the member attends the AGM in person and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the AGM.
6. The instrument appointing a proxy(ies) must be signed under the hand of the appointor or of his / her attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorised officer.
7. Where an instrument appointing a proxy(ies) 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 is submitted personally or by post, be lodged with the instrument or, if the instrument is submitted electronically via email, be emailed with the instrument, failing which the instrument may be treated as invalid.
8. The Company shall be entitled to reject the instrument appointing a proxy(ies) 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 a proxy(ies) (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 a proxy(ies) 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 AGM, 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 Tricor Barbinder Share Registration Services  
9 Raffles Place  
#26-01 Republic Plaza Tower 1  
Singapore 048619

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