



The Future Of Healthcare, Now

Republic Healthcare Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8357)

**FORM OF PROXY
FOR USE IN CONNECTION WITH
THE ANNUAL GENERAL MEETING TO BE HELD AT
201 HENDERSON ROAD, #07-11/12 & #08-11/12 APEX @ HENDERSON, SINGAPORE 159545
ON FRIDAY, 23 JUNE 2023 AT 2:00 P.M. OR AT THE ADJOURNMENT THEREOF**

I/We, being the registered holder(s) in the ordinary shares of HK\$0.01 each in the share capital of the Company (the “Shares”), hereby appoint the Chairman of the meeting^(Note 2 and 3) or the proxy as specified below to act as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting (the “AGM”) of the Company to be held at 201 Henderson Road, #07-11/12 & #08-11/12 Apex @ Henderson, Singapore 159545 on Friday, 23 June 2023 at 2:00 p.m. or at any adjournment thereof and to exercise all rights conferred on proxies under law, regulation and the Articles of Association of the Company.

I/We wish my/our proxy to vote as indicated below in respect of the resolution/resolutions to be proposed at the AGM (and at any adjournment thereof).

Please indicate how you wish your vote(s) to be cast by putting a “✓” in the appropriate box next to the following resolution.^(Note 4)

Registered Holder(s) (Complete in ENGLISH BLOCK CAPITALS. The names of all joint holders should be stated.)

Registered Name ^(Note 1)			
Registered Address ^(Note 5)			
Registered Shareholding	Certificate No.	Date (DD-MM-YYYY)	Signature ^(Note 6)
Proxy (Complete in ENGLISH BLOCK CAPITALS.)			
Full Name			
Full Address			
No. of Shares ^(Note 7)		Email Address	

ORDINARY RESOLUTIONS*		FOR	AGAINST
1.	To consider and receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and independent auditor of the Company for the year ended 31 December 2022.		
2.	(a) To re-elect Dr. Tan Cher Sen Alan as an executive director of the Company.		
	(b) To re-elect Mr. Wong Yee Leong as an independent non-executive director of the Company.		
3.	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.		
4.	To re-appoint Baker Tilly TFW LLP as the independent auditor of the Company and authorise the board of directors of the Company to fix its remuneration.		
5.	To grant a general and unconditional mandate to the directors of the Company to allot, issue and otherwise deal with additional Shares not exceeding 20% of the total number of Shares in issue as at the date of the passing of this resolution*.		
6.	To grant a general and unconditional mandate to the directors of the Company to repurchase Shares not exceeding 10% of the total number of Shares in issue as at the date of the passing of this resolution*.		
7.	Conditional upon the passing of resolutions numbered 5 and 6 set out in the notice convening the AGM, to extend the general and unconditional mandate granted by resolution numbered 5 by adding thereto the Shares repurchased pursuant to the general and unconditional mandate granted by resolution numbered 6*.		
SPECIAL RESOLUTION*			
8.	To approve the amendment of the articles of association of the Company.		

* Please refer to the circular of the Company dated 29 March 2023 for full text of the respective proposed resolutions.

Notes:

1. Please insert full name(s) in **BLOCK CAPITALS** as shown in the register of members of the Company.
2. If you are a shareholder who is entitled to attend and vote at the AGM, you are entitled to appoint one or more proxies to attend instead of you and to vote on your behalf provided that each proxy is appointed to represent the respective number of shares held by you as specified in the relevant proxy form. A proxy need not be a shareholder of the Company, but must attend the AGM in person in order to represent you.
3. If a proxy other than the Chairman of the meeting is preferred, cross out the words “the Chairman of the meeting” and insert the full name(s) and address(es) of the proxy (or proxies) desired in the space provided. If no name is inserted, the Chairman of the meeting will act as your proxy. **Any changes should be initialed.**
4. If you return this proxy form without indicating as to how your proxy is to vote on any particular matter, the person appointed as your proxy will exercise his/her discretion as to whether he/she votes and, if so, how and, unless instructed otherwise, he/she may also vote or abstain from voting as he/she thinks fit on any other business (including amendments to resolutions) which may properly come before the AGM.
5. Please insert full address(es) in **BLOCK CAPITALS** as shown in the register of members of the Company.
6. This proxy form must be signed and dated by the shareholder or his/her attorney duly authorised in writing. If the shareholder is a company, it should execute this proxy form under its common seal or by the signature(s) of (a) person(s) authorised to sign on its behalf. **In case of joint shareholding, any one shareholder may sign this proxy form. The vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.**
7. Please insert the number of shares registered in your name(s); if no number is inserted, this proxy form will be deemed to relate to all shares in the capital of the Company registered in your name(s).
8. The form of proxy must be signed by the appointor or his attorney duly authorised in writing or, if such appointor is a corporation, must be either under its common seal or under the hand of an officer, attorney or other person authorised to sign on that behalf.
9. A Member or his/her/proxy should produce proof of identity when attending the AGM. If a corporate Member appoints its representative to attend the AGM, such representative should produce proof of identity and a copy of the resolution of the board of directors or other governing body of that Member appointing such representative to attend the AGM.
10. The Company reserves its right to treat any form of proxy which has been incorrectly completed in some manner as valid if such incorrectness is considered by the Company, at its absolute discretion, not material.
11. In order to be valid, this proxy form must be completed and deposited at the Company’s Share Registrar at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, **at least 48 hours before the AGM (or the adjournment thereof)**. If this proxy form is signed under a power of attorney, the power of attorney or other authority relied on to sign it (or a copy which has been certified by a notary public) must be deposited at the Company’s share registrar with this proxy form.
12. Completion and delivery of this proxy form will not preclude you from attending and voting in person at the AGM (and at any adjournment thereof) if you so wish.

PERSONAL INFORMATION COLLECTION STATEMENT “Personal Data” in this statement has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Cap 486 (“PDPO”), which will include your and your appointed proxy’s name and mailing address and any another personal data required to be provided. By providing your appointed proxy’s Personal Data, you hereby confirm that you have obtained the consent of your appointed proxy to provide their Personal Data to the Company and its Registrars. The Personal Data provided in this form may be used in connection with processing your appointment of proxy at the Company’s AGM and instructions. Your supply of the Personal Data to the Company and/or its Registrars is on a voluntary basis. However, we may not be able to effect the appointment of your proxy and instructions unless you provide us with the Personal Data. The Personal Data will be transferred to the Registrars’ agents, contractors or third-party service providers who/which offer administrative, telecommunications, computer, payment or other data processing services to the Registrars in connection with the operation of their business for the above purposes. The Company and its Registrars may also transfer your Personal Data if it is required to do so by law or in response to requests from law enforcement agencies or regulatory authorities. The Personal Data collected in this proxy form will be retained for such period as may be necessary for any of the above purposes and its directly related purposes such as for the Company’s and its Registrar’s record, verification and notification purposes. You and your appointed proxy have the right to request access to, correction and/or erasure of the respective Personal Data in accordance with, where applicable, the provisions of the PDPO, and any other data protection law as applicable. Any such request for access to, correction and/or erasure of the Personal Data, as well as withdrawal of consent, where applicable, should be made in writing by either one of the following means: By mail to: Privacy Officer Computershare Hong Kong Investor Services Limited 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong
By email to: PrivacyOfficer@computershare.com.hk