



Anacle Systems Limited

安科系統有限公司*

(Incorporated in the Republic of Singapore with limited liability)

(Stock Code: 8353)

PROXY FORM FOR ANNUAL GENERAL MEETING

Number of shares to which this proxy form relates ^(Note 1)	
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I/We, (Name) _____ ^(Note 2)

of (Address) _____ ^(Note 2)

being registered shareholder(s) in the share capital of **Anacle Systems Limited** (the "Company" and the "Shares", respectively),

HEREBY APPOINT (Name) _____ ^(Note 3)

of (Address) _____ ^(Note 3)

or failing him/her, the CHAIRMAN OF THE MEETING^(Note 3) as my/our proxy to attend and vote on my/our behalf at the annual general meeting of the Company to be held at 3 Fusionopolis Way, Symbiosis Tower, Singapore 138633 on Friday, 13 October 2023 at 10:00 a.m. (the "2023 AGM") and at the adjournment thereof. I/We direct that my/our vote(s) be cast on the specified resolutions as indicated by an "✓" in the appropriate boxes. In absence of any indication, the proxy may vote for or against the resolution at his/her own discretion.

ORDINARY RESOLUTIONS		FOR <small>(Note 4)</small>	AGAINST <small>(Note 4)</small>
1. To receive and adopt 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 May 2023.	1.		
2. Election of directors	2a.		
(a) To re-elect Mr. Lau E Choon Alex as an executive director of the Company.			
(b) To re-elect Prof. Wong Poh Kam as a non-executive director of the Company.	2b.		
(c) To re-elect Dr. Chong Yoke Sin as a non-executive director of the Company.	2c.		
3. To authorise the board of directors of the Company (the "Board") to fix the remuneration of the directors of the Company (the "Directors") for the year ending 31 May 2024.	3.		
4. To re-appoint BDO Limited as the independent auditor of the Company and authorise the Board to fix its remuneration.	4.		
5. To grant a general and unconditional mandate to the Directors 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. [^]	5.		
6. To grant a general and unconditional mandate to the Directors to repurchase Shares not exceeding 10% of the total number of shares in issue as at the date of passing of this resolution. [^]	6.		
7. Conditional upon the passing of resolutions numbered 5 and 6 set out in the notice convening the 2023 AGM (the "Notice"), to extend the general and unconditional mandate granted by resolution numbered 5 by adding thereto Shares repurchased pursuant to the general and unconditional mandate granted by resolution numbered 6. [^]	7.		

[^] For the full text of the proposed resolutions, please refer to the Notice as contained in the Company's circular dated 13 September 2023.

Signature _____ ^(Notes 5 and 6) Dated this _____ day of _____ 2023

* for identification purpose only

Notes:

1. Please insert the number of Shares registered in your name(s) to which this proxy relates; if no number is inserted or the number inserted is greater than that of your registered shareholding, this form of proxy will be deemed to relate to all the Shares registered in your name(s).
2. Please insert full name(s) and address(es) in **BLOCK CAPITALS** as shown in the register of members of the Company. The names of all joint registered holders should be stated.
3. Please insert the name and address of the proxy. If no name is inserted, the Chairman of the Meeting will act as your proxy. A shareholder of the Company (the "Member") may appoint one (or, if the Member holds two or more Shares, more than one) proxy of the Member's own choice to attend the meeting and vote for the Member. **The proxy need not be a Member but must attend the 2023 AGM in person to represent you.** If more than one proxy is appointed, the original form of proxy may be photocopied for use.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (✓) IN THE RELEVANT BOX BELOW THE BOX MARKED "AGAINST". Failure to tick a box will entitle your proxy to cast your vote at his/her discretion or abstain from voting. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the 2023 AGM other than those referred to in the Notice.** If you wish to vote part of your Shares for and part of your Shares against the relevant resolution in the event that a poll is called, please insert the number of Shares in the relevant box.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of its legal representative, director(s) or duly authorised attorney(s) to do it.
6. In the case of joint shareholders, the signature of any one shareholder will be sufficient but the names of all the joint shareholders should be stated.
7. Where there are joint holders of any Share, any one of such joint holders may vote at the 2023 AGM, either in person or by proxy, in respect of such Share as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the 2023 AGM in person or by proxy, the vote of the senior holder who tenders a vote, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
8. In order to be valid, this form of proxy must be completed, signed and deposited at the Company's Hong Kong share registrar and transfer office, Boardroom Share Registrars (HK) Limited (the "**Hong Kong Share Registrar**") at Room 2103B, 21/F., 148 Electric Road, North Point, Hong Kong together with a power of attorney or other authority, if any, under which it is signed (or a certified copy thereof), not later than 72 hours before the time appointed for holding the 2023 AGM or the adjournment thereof. Completion and return of the form of proxy shall not preclude Members from subsequently attending and voting in person at the 2023 AGM or the adjournment thereof should they so wish, and in such event, the form of proxy shall be deemed to have been revoked.
9. **Any alteration made to this form of proxy must be initialed by the person who signs it.**
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. A Member or his/her/its proxy should produce proof of identity when attending the 2023 AGM. If a corporate Member appoints its representative to attend the 2023 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 2023 AGM.

PERSONAL INFORMATION COLLECTION STATEMENT

- (i) "Personal Data" in these statements has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (the "**PDPO**") and the Singapore Personal Data Protection Act 2012.
- (ii) Your supply of Personal Data to the Company is on a voluntary basis and is used for processing your instructions and/or requests as stated in this form of proxy.
- (iii) By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 2023 AGM and/or any adjournment thereof, a member of the Company (a) consents to the collection, use and disclosure of the member's Personal Data by the Company (or its agents) for the purpose of processing and administration by the Company (or its agents) of proxies and representatives appointed for the 2023 AGM (including any adjournment thereof) and preparation and compilation of the attendance lists, minutes and other documents relating to the 2023 AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"); (b) warrants that where the member discloses the Personal Data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the Personal Data of such proxy(ies) and/or representative(s) for the Purposes; and (c) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.
- (iv) Your Personal Data will not be transferred to other third parties (other than the Hong Kong Share Registrar) unless it is a requirement to do so by law, for example, in response to a court order or a law enforcement agency's request and will be retained for such period as may be necessary for our verification and record purposes.
- (v) You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request should be in writing addressed to the Personal Data Privacy Officer of Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F., 148 Electric Road, North Point, Hong Kong.