

# ISDN HOLDINGS LIMITED

(Incorporated In the Republic of Singapore -  
Company Registration No. 200416788Z)  
(Singapore Stock Code: I07.SI)  
(Hong Kong Stock Code: 1656)

# PROXY FORM

(Please see notes overleaf before completing this Proxy Form)

**IMPORTANT:**

1. The Annual General Meeting ("AGM") is being convened, and will be held at 101 Defu Lane 10, Singapore 539222.
2. The Notice of AGM, the Circular and this Proxy Form may be accessed at (a) the Company's website at the URL <https://www.isdnholdings.com/sgx-singapore-exchange>, (b) on the SGX website at the URL <https://www.sgx.com/securities/company-announcements> and (c) on the HKEX website at the URL <https://www.hkexnews.hk/>.
3. Arrangements relating to attendance at the AGM, submission of questions to the Chairman of the Meeting in advance of or live at the AGM, addressing of substantial and relevant questions at the AGM and voting live or by appointing proxy(ies) (including the Chairman of the Meeting) are set out in Section 9 on pages 17 to 18 of the Circular dated 28 March 2024.
4. A member (whether individual or corporate) must vote live at the AGM or may appoint proxy(ies) (including the Chairman of the Meeting) to attend, speak and vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM. In appointing proxy(ies) (including the Chairman of the Meeting), a member of the Company must give specific instructions as to voting, or abstentions from voting, in respect of a resolution, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.
5. CPF or SRS investors, including persons who hold Shares through relevant intermediaries (as defined in Section 181 of the Companies Act 1967), who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. **Thursday, 18 April 2024** (that is, at least seven (7) working days before the date of the AGM).
6. By submitting this proxy form, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 28 March 2024.
7. **Please read the notes overleaf which contains instructions on, inter alia, the appointment of proxy(ies) (including the Chairman of the AGM) to attend, speak and vote on his/her/its behalf at the AGM.**

## ANNUAL GENERAL MEETING

I/We\*, .....(Name) ..... (NRIC/Passport/Company Registration Number\*) of

..... (Address)

being member/members\* of **ISDN Holdings Limited** (the "Company"), hereby appoint the

Name	NRIC / Passport Number	Proportion of Shareholdings	
		Number of Shares	%
Address and Email Address			

and/or\*

Name	NRIC / Passport Number	Proportion of Shareholdings	
		Number of Shares	%
Address and Email Address			

or failing him/her, the Chairman of the Annual General Meeting of the Company ("AGM") as my/our\* proxy/proxies\* to vote for me/us\* on my/our\* behalf at the AGM to be convened and held at 101 Defu Lane 10, Singapore 539222 on Tuesday, 30 April 2024 at 9.30 am (Singapore Time) and at any adjournment thereof.

I/We\* direct my/our proxy/proxies\* of the AGM to vote for or against, or abstain from voting on, the resolutions to be proposed at the AGM as indicated hereunder. **In absence of specific instructions as to voting, or abstentions from voting, in respect of a resolution, the proxy/proxies for that resolution will be treated as invalid.**

No.	Resolutions relating to:	Number of Votes For#	Number of Votes Against#	Number of Votes Abstained#
1.	To receive and adopt the Directors' statement and the audited consolidated financial statements of the Company and its subsidiaries for the financial year ended 31 December 2023, together with the external auditor's report thereon.			
2.	To declare a first and final tax-exempt (one-tier) dividend of 0.28 Singapore cents (equivalent to 1.63 Hong Kong cents) per ordinary share for the financial year ended 31 December 2023.			
3.	To approve the payment of Directors' fees of S\$215,985 for the financial year ending 31 December 2024 (2023: S\$215,985).			
4.	To re-elect Mr. Kong Deyang who will retire by rotation pursuant to Regulation 89 of the Constitution of the Company and who, being eligible, offered himself for re-election.			
5.	To appoint Mr. Sho Kian Hin pursuant to Regulation 91 of the Constitution of the Company and who, being eligible, offered himself for election.			
6.	To appoint Ms. Heng Su-Ling Mae pursuant to Regulation 91 of the Constitution of the Company and who, being eligible, offered herself for election.			
7.	To re-appoint Messrs Moore Stephens LLP as external auditor of the Company for the financial year ending 31 December 2024 and to authorise Directors of the Company to fix their remuneration.			
8.	To approve the general mandate to issue new shares.			
9.	To approve the annual mandate to issue new shares under the ISDN PSP.			

\* Delete as appropriate.

# If you wish to exercise all your votes "For" or "Against" or "Abstain", please indicate so with a (√) within the box provided. Alternatively, please indicate the number of votes as appropriate.

Dated this ..... day of ..... 2024.

<b>Total Number of Shares Held</b>

.....  
Signature of Shareholder(s)  
or, Common Seal of Corporate Shareholder

**IMPORTANT: PLEASE READ NOTES OVERLEAF**

## NOTES:

1. Printed copies of this Proxy Form, the Notice of AGM, the annual report of the Company for the financial year ended 31 December 2023 (the “**Annual Report**”) and the circular dated 28 March 2024 (the “**Circular**”) **will be sent** to Hong Kong Shareholders upon request. Instead, the Notice of AGM, the Annual Report, the Circular, this Proxy Form and the Request Form will be made available on SEHK at the URL <http://www.hkexnews.hk/> and at the Company’s website at the URL <https://www.isdnholdings.com/sgx-singapore-exchange>.
2. Arrangements related to attendance at the AGM, submission of comments, queries and/or questions to the Chairman of the AGM (“**Chairman of the Meeting**”) in advance of or live at the AGM, addressing of substantial and relevant comments, queries and/or questions before or at the AGM, and voting by appointing proxy(ies) (including the Chairman of the Meeting), are set out in **Section 9** on pages 17 to 18 of the Circular dated 28 March 2024 which may be accessed at the Company’s website at the URL <https://www.isdnholdings.com/sgx-singapore-exchange> and is also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements> and SEHK at the URL <https://www.hkexnews.hk/>.
3. Please insert the total number of shares held by you. If you have shares registered in your name in the Register of Members, you should insert that number of shares. If no number is inserted, the form of proxy shall be deemed to relate to all the shares held by you.
4. **A Shareholder (whether individual or corporate) must vote live at the AGM or must appoint proxy(ies) (including the Chairman of the Meeting), to attend, speak and vote on his/her/its behalf at the AGM if such Shareholder wishes to exercise his/her/its voting rights at the AGM.** The Proxy Form may be accessed at the Company’s website at the URL <https://www.isdnholdings.com/sgx-singapore-exchange> and is also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements> and SEHK at the URL <https://www.hkexnews.hk/>. Where a Shareholder (whether individual or corporate) appoints proxy(ies) (including the Chairman of the Meeting), he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, failing which the appointment of the proxy(ies) for that resolution will be treated as invalid. Duly appointed proxy(ies) (including the Chairman of the Meeting) need not be a member of the Company.
5. The Proxy Form must be submitted to the Company in the following manner:
  - (a) completed and signed in accordance with the instructions printed thereon and returned to the registered office of the Company at 101 Defu Lane 10, Singapore 539222 (for Singapore Shareholders) or the Company’s Hong Kong Branch Share Registrar and Transfer Office, Boardroom Share Registrars (HK) Limited, at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong (for Hong Kong Shareholders) as soon as possible but in any event not less than 72 hours before the time appointed for the holding of the AGM or any adjournment thereof; or
  - (b) if submitted by way of electronic means, be submitted via email to the Company at [info@isdnholdings.com](mailto:info@isdnholdings.com).
6. Members who hold shares under CPF or SRS, who wish to appoint the Chairman of the AGM as their proxy, should approach their Central Provident Fund and SRS Operators Agent Banks (as the case may be) to submit their votes by, 5.00 p.m. on Thursday, 18 April 2024, being at least seven (7) working days before the AGM.
7. Where the Proxy Form is executed by an individual, it must be executed under the hand of the individual, or his attorney duly authorised. Where the Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised.
8. Where the Proxy Form is executed under the hand of an attorney duly authorised, 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 Proxy Form may be treated as invalid.
9. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the AGM, in accordance with Section 179 of the Companies Act 1967 of Singapore.
10. The Company shall be entitled to reject a form of proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the form of proxy. In addition, in the case of shares entered in the Depository Register, the Company may reject a form of proxy if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at 72 hours before the time fixed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company. A Depositor shall not be regarded as a member of the Company entitled to attend the AGM and to speak and vote thereat unless his name appears on the Depository Register 72 hours before the time fixed for holding the AGM.
11. Any amendments or modifications made in a Proxy Form must be initialled by the person who signs the Proxy Form.