

PROXY FORM
58th ANNUAL GENERAL MEETING (“AGM”)

1. In view of the current Covid-19 situation, the AGM will be conducted by electronic means. Members will only be able to vote at the AGM by appointing the Chairman as proxy to vote on their behalf.
2. Members are advised to refer to the Notice of AGM dated 26 May 2020, accessible on the Company’s website at <http://www.uic.com.sg/investor-relations/agm-egm/> and on the SGX website at www.sgx.com/securities/company-announcements, for further details on the AGM.
3. For CPF/SRS investors who have used their CPF/SRS monies to buy United Industrial Corporation Limited shares, this form of proxy is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them. CPF/SRS investors should contact their respective Agent Banks/SRS Operators if they have any queries regarding their appointment as proxies.
4. By submitting an instrument appointing the Chairman of the AGM as proxy, you accept and agree to the personal data privacy terms set out in the Notice of AGM.

IMPORTANT: PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS PROXY FORM

I/We _____ (Name) _____ (NRIC/Passport/Co Reg Number)

of _____ (Address)

being a member/members of United Industrial Corporation Limited (the “Company”), hereby appoint the **Chairman of the AGM** as my/our proxy, to attend and vote for me/us on my/our behalf at the 58th AGM of the Company to be held at via electronic means on Wednesday, 10 June 2020 at 2.00 p.m. and at any adjournment thereof. I/We direct the Chairman of the AGM to vote for or against or to abstain from voting on the Resolutions to be proposed at the AGM as indicated below. If no specific direction(s) as to voting is given, the appointment of the Chairman of the AGM as my/our proxy for that resolution will be treated as invalid.

No.	Resolutions	No. of Votes For *	No. of Votes Against*	No. of Votes Abstained*
1	Adoption of Directors’ Statement, Audited Financial Statements and Auditor’s Report			
2	Declaration of a First and Final tax-exempt (one-tier) Dividend			
3	Approval of Directors’ Fees			
4	Re-election of Dr Wee Cho Yaw			
5	Re-election of Mr Lance Yu Gokongwei			
6	Re-election of Mr Liam Wee Sin			
7	Re-election of Ms Tan Khiaw Ngoh			
8	Re-appointment of PricewaterhouseCoopers LLP as Auditor			
9	Authority for Directors to issue shares (General Share Issue Mandate)			
10	Authority for Directors to issue shares (United Industrial Corporation Limited Share Option Scheme)			

* Voting will be conducted by poll. If you wish to exercise all your votes “For” or “Against” or “Abstained”, please tick (√) within the box provided. Otherwise, please indicate the number of votes as appropriate.

Dated this _____ day of _____ 2020

Shares in:	Total No. of Shares Held
(a) Depository Register	
(b) Register of Members	
Total	

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

Notes:

1. A member should insert the total number of shares held. If the member has shares entered against his/her/their name in the Depository Register (maintained by The Central Depository (Pte) Limited), he/she/they should insert that number of shares. If the member has shares registered in his/her/their name in the Register of Members (maintained by or on behalf of the Company), he/she/they should insert that number of shares. If the member has shares entered against his/her/their name in the Depository Register and shares registered in his/her/their name in the Register of Members, he/she/they should insert the aggregate number of shares. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the shares held by the member.
2. The Chairman of the AGM as proxy, need not be a member of the Company.
3. This form of proxy is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by relevant intermediaries (including CPF or SRS investors). Such investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators at least seven working days before the AGM in order to allow sufficient time for their respective intermediaries to submit a proxy form by 2 p.m. on 7 June 2020 (being 72 hours before the time fixed for holding the AGM) to the Company to appoint the Chairman of the AGM to vote on their behalf.
4. The instrument appointing the Chairman of the AGM as proxy must be submitted by 2 p.m. on 7 June 2020, being 72 hours before the time fixed for holding the AGM:
 - (a) by email at proxyform@trustedservices.com.sg; or
 - (b) by post to 456 Alexandra Road #14-02, Fragrance Empire Building, Singapore 119962.
5. A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post the address provided above, or before scanning and sending it by email to the email address provided above. In view of the current COVID-19 situation, Members are strongly encouraged to submit completed proxy forms electronically via email to ensure that they are received by the Company by the stipulated deadline.
6. The instrument appointing the Chairman of the AGM as proxy must be under the hand of the appointor or his attorney duly authorised in writing. Where the appointor is a corporation, the instrument of proxy must be executed either under its common seal or under the hand of its duly authorised officer or attorney. A corporation which is a member may appoint, by resolution of its directors or other governing body, the Chairman of the AGM to act as its representative at the AGM, in accordance with Section 179 of the Companies Act, Cap. 50.
7. The Company shall be entitled to, and will, treat any valid instrument appointing the Chairman of the AGM or other person(as) as proxy(ies) which was delivered by a member of the Company on or before 1.15 p.m. on 21 April 2020 as a valid instrument appointing the Chairman of the AGM as the member's proxy to attend and vote at the AGM if:
 - (a) the member had indicated how he/she/they wished to vote or abstain from voting on each resolution; and
 - (b) the member has not withdrawn the appointment.
8. A member may withdraw an instrument appointing the Chairman of the AGM or other person as proxy(ies) by notifying the Company via email at agm2020@uic.com.sg, by 2 p.m. on 7 June 2020.
9. Submission by a member of a valid instrument appointing the Chairman of the AGM as proxy by 2 p.m. on 7 June 2020 will supersede any previous instrument appointing a proxy(ies) submitted by that member.
10. Any alteration made in this instrument appointing a proxy or proxies must be initialed by the person who signs it.
11. The Company shall be entitled to reject the instrument appointing or treated as appointing the Chairman of the AGM 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 or treated as appointing the Chairman of the AGM as proxy (including any related attachment). In addition, in the case of a member whose shares are entered against his/her/their name in the Depository Register, the Company shall be entitled to reject any instrument appointing or treated as appointing the Chairman of the AGM as proxy lodged if such members are not shown to have shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the AGM as certified by The Central Depository (Pte) Limited to the Company.

1st fold

PROXY FORM

Affix
Postage
Stamp

The Company Secretary
United Industrial Corporation Limited
c/o Trusted Services Pte. Ltd.
456 Alexandra Road #14-02
Fragrance Empire Building
Singapore 119962

2nd fold

3rd fold

Fold and glue overleaf. Do not staple.