

## EGM PROXY FORM

### SEMBCORP MARINE LTD

Company Registration No. 196300098Z  
(Incorporated in the Republic of Singapore)

#### IMPORTANT

- The Extraordinary General Meeting is being convened, and will be held, by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of the Notice of Extraordinary General Meeting will be sent to members. The Notice of Extraordinary General Meeting may also be accessed at the Company's website at the URL <https://www.sembmarine.com/extraordinary-general-meeting> and is also available on the SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.
- Alternative arrangements relating to:
  - attendance at the Extraordinary General Meeting via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream);
  - submission of questions to the Chairman of the Meeting in advance of, or live at, the Extraordinary General Meeting, and addressing of substantial and relevant questions in advance of, or live at, the Extraordinary General Meeting; and
  - voting at the Extraordinary General Meeting (i) live by the member or his/her/its duly appointed proxy/proxies (other than the Chairman of the Meeting) via electronic means; or (ii) by appointing the Chairman of the Meeting as proxy to vote on the member's behalf at the Extraordinary General Meeting, are set out in the accompanying Company's announcement dated 31 January 2023. The announcement may be accessed at the Company's website at the URL <https://www.sembmarine.com/investor-relations/stock-exchange-announcements>, and will also be made available on the SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.
- As a precautionary measure due to COVID-19, a member will not be able to attend the Extraordinary General Meeting in person. A member who wishes to exercise his/her/its voting rights at the Extraordinary General Meeting may:
  - (where the member is an individual) vote live via electronic means at the Extraordinary General Meeting, or (whether the member is an individual or a corporate) appoint a proxy/proxies (other than the Chairman of the Meeting) to vote live via electronic means at the Extraordinary General Meeting on his/her/its behalf; or
  - (where the member is an individual or a corporate) appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the Extraordinary General Meeting.
- CPFIS or SRS Investors:
  - may vote live via electronic means at the Extraordinary General Meeting if they are appointed as proxies by their respective CPF Agent Banks or SRS Agent Banks, and should contact their respective CPF Agent Banks or SRS Agent Banks if they have any queries regarding their appointment as proxies; or
  - may appoint the Chairman of the Meeting as his/her/its proxy to vote on their behalf at the Extraordinary General Meeting, in which case they should approach their respective CPF Agent Banks or SRS Agent Banks to submit their votes by 5.00 p.m. on 7 February 2023.
- By submitting an instrument appointing a proxy/proxies, the member accepts and agrees to the personal data privacy terms set out in the Notice of Extraordinary General Meeting dated 31 January 2023.
- Please read the notes overleaf which contain instructions on, inter alia, the appointment of a proxy/proxies.

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

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

being a member/members\* of Sembcorp Marine Ltd (the "Company"), hereby appoint:

Name	Address	Email Address	NRIC/Passport Number	Proportion of Shareholdings	
				No. of Shares	%
and/or (delete as appropriate)					

\* Appointed proxy/proxies will be prompted via email (within 2 business days after the Company's receipt of a validly completed and submitted EGM Proxy Form (as defined below)) to pre-register at the pre-registration website which is accessible from the URL <https://conveneagm.sg/SEMBMARINE-EGM2023> in order to access the live audio-visual webcast or live audio-only stream of the Extraordinary General Meeting proceedings.

or if no persons are named above, the Chairman of the Extraordinary General Meeting as my/our proxy/proxies to attend, speak and vote for me/us on my/our behalf at the Extraordinary General Meeting of the Company, to be convened and held by way of electronic means on 16 February 2023 at 11.00 a.m. and at any adjournment thereof.

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

	For	Against	Abstain
<b>Ordinary Resolution</b> To approve the Proposed Combination and the proposed allotment and issuance of KOM Consideration Shares			

<b>Total Number of Shares Held:</b>	
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Signature(s) of Member(s) or Common Seal

Date

IMPORTANT: PLEASE READ THE NOTES OVERLEAF

**Notes:**

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. **As a precautionary measure due to COVID-19, a member will not be able to attend the Extraordinary General Meeting in person. A member who wishes to exercise his/her/its voting rights at the Extraordinary General Meeting may:**
  - (a) (where the member is an individual) vote live via electronic means at the Extraordinary General Meeting, or (whether the member is an individual or a corporate) appoint a proxy/proxies (other than the Chairman of the Meeting) to vote live via electronic means at the Extraordinary General Meeting on his/her/its behalf; or
  - (b) (where the member is an individual or a corporate) appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the Extraordinary General Meeting.

A printed copy of this Proxy Form ("EGM Proxy Form") will be sent to members. This EGM Proxy Form may also be accessed (i) at the Company's website <https://www.sembmarine.com/extraordinary-general-meeting>; or (ii) via SGXNET at the URL <https://www.sgx.com/securities/company-announcements>; or (iii) via the pre-registration website which is accessible from the URL <https://conveneagm.sg/SEMBMARINE-EGM2023>.

The proxy/proxies may vote or abstain as the proxy/proxies deems fit on the resolution if no voting instruction is specified, and on any other matter arising at the Extraordinary General Meeting.
3. A member who is not a relevant intermediary is entitled to appoint not more than two proxies. Where such member's instrument appointing a proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.  
A member who is a relevant intermediary is entitled to appoint more than two proxies, 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 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 ascribed to it in Section 181 of the Companies Act 1967.
4. A proxy need not be a member of the Company.

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Glue all sides firmly. Stapling & spot sealing are disallowed.

Postage will be paid by addressee. For posting in Singapore only.

**BUSINESS REPLY SERVICE  
PERMIT NO. 09583**



**SEBMCORP MARINE LTD**  
C/O KCK CORP SERVE PTE. LTD.  
1 RAFFLES PLACE,  
ONE RAFFLES PLACE (TOWER 2) #04-63,  
SINGAPORE 048616

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5. The instrument appointing a proxy must be submitted to the Company in the following manner:
  - (i) if submitted by post, be lodged at the office of the Company's Share Registrar, KCK CorpServe Pte. Ltd., at 1 Raffles Place, One Raffles Place (Tower 2) #04-63, Singapore 048616; or
  - (ii) if submitted electronically, be submitted via (a) email to the Company's Share Registrar at [sembmarine-egm@kckcs.com.sg](mailto:sembmarine-egm@kckcs.com.sg); or (b) the online process through the pre-registration website which is accessible from the URL <https://conveneagm.sg/SEMBMARINE-EGM2023>.

in either case not less than 72 hours before the time appointed for the Extraordinary General Meeting.

A member who wishes to submit an instrument of proxy must first download (where necessary), complete and sign the EGM Proxy Form (i) before submitting it by post to the address provided above; (ii) before scanning and sending it by email to the email address provided above; or (iii) before submitting it via the pre-registration website. In the alternative, a member may download, complete and authorise the EGM Proxy Form by way of the affixation of an electronic signature, before sending it by email to the email address provided above.

**In view of COVID-19, members are strongly encouraged to submit completed EGM Proxy Forms electronically via email or appoint a proxy/proxies via the online process through the pre-registration website which is accessible from the URL <https://conveneagm.sg/SEMBMARINE-EGM2023>.**
6. Where the instrument appointing a proxy is submitted by post, it must be under the hand of the appointor or of his attorney duly authorised in writing and where such instrument is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.  
Where the instrument appointing a proxy is submitted electronically, it must be authorised in the following manner:
  - (i) by way of the affixation of an electronic signature by the appointor or of his attorney duly authorised in writing or, as the case may be, an officer or duly authorised attorney of a corporation; or
  - (ii) by way of the appointor or his duly authorised attorney or, as the case may be, an officer or duly authorised attorney of a corporation signing the instrument under hand and submitting a scanned copy of the signed instrument by email.

Where an instrument appointing a proxy is signed or, as the case may be, authorised 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 appointing a proxy is submitted by post, be lodged with the instrument of proxy or, if the instrument appointing the proxy is submitted electronically via email, be emailed with the instrument of proxy, failing which the instrument may be treated as invalid.
7. Completion and return of the instrument appointing a proxy/proxies does not preclude a member from attending, speaking and voting at the Extraordinary General Meeting. A member who accesses the "live" audio-visual webcast or "live" audio-only stream of the Extraordinary General Meeting proceedings may revoke the appointment of a proxy/proxies at any time before voting commences and in such an event, the Company reserves the right to terminate the proxy/proxies' access to the "live" audio-visual webcast and "live" audio-only stream of the Extraordinary General Meeting proceedings.
8. The Company shall be entitled to reject the instrument appointing a 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 the proxy (including any related attachment). In addition, in the case of shares entered in the Depository Register, the Company may reject any instrument appointing a proxy lodged if the member, being the appointor, is not shown to have shares entered against his/her/its name in the Depository Register as at 72 hours before the time appointed for holding the Extraordinary General Meeting, as certified by The Central Depository (Pte) Limited to the Company.