



# Kinergy Corporation Ltd.

## 光控精技有限公司\*

(Incorporated in Singapore with limited liability)

(Stock code: 3302)

### FORM OF PROXY FOR THE ANNUAL GENERAL MEETING ("MEETING" or "AGM") TO BE HELD ON 28 MAY 2019 OR AT ANY ADJOURNMENT THEREOF

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 2)</sup> \_\_\_\_\_ ordinary shares ("Shares") of Kinergy Corporation Ltd. (the "Company"),  
hereby appoint the Chairman of the Meeting <sup>(Note 3)</sup>, or \_\_\_\_\_  
of \_\_\_\_\_  
or failing him/her \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and act for me/us and on my/our behalf at the Meeting of the Company (or at any adjournment thereof) to be held at the Company's registered office at 1 Changi North Street 1, Singapore, on Tuesday, 28 May 2019, at 9:30 a.m. to vote for me/us and in my/our names(s) on the following resolutions as indicated below, and if no such indication is given, as my/our proxy thinks fit. Persons entitled to attend and vote at the AGM are allowed to attend and vote through the video-conference system which will be located in Hong Kong at the office of China Everbright Limited at 9th Floor, Far East Finance Centre, 16 Harcourt Road, Hong Kong.

Capitalised terms used in this form of proxy shall, unless the context requires otherwise, have the same meanings as those defined in the circular of the Company dated 25 April 2019.

Please tick in the appropriate box to indicate how you wish your vote(s) to be cast, and if no such indication is given, your proxy is entitled to vote at his/her discretion <sup>(Note 4)</sup>.

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive and consider the audited consolidated financial statements of the Company, the directors' report and the independent auditor's report for the year ended 31 December 2018		
2.	(a) to re-elect Mr. Du Xiaotang as an executive Director		
	(b) to re-elect Mr. Ng Tiak Soon as an independent non-executive Director		
	(c) to re-elect Dr. Senerath Wickramanayaka Mudiyansele Sunil Wickramanayaka as an independent non-executive Director		
	(d) to re-elect Professor Zhang Wei as an independent non-executive Director		
	(e) to authorise the Board to fix the remuneration of the Directors		
3.	To re-appoint Ernst & Young LLP as auditor and to authorise the Board to fix its remuneration		
4.	To approve the general mandate to repurchase shares — Ordinary Resolution as set out in item 4A in the notice of annual general meeting		
5.	To approve the general mandate to issue shares of the Company — Ordinary Resolution as set out in item 4B in the notice of annual general meeting		
6.	To approve the extension of the general mandate to issue shares of the Company — Ordinary Resolution as set out in item 4C in the notice of annual general meeting		

Date \_\_\_\_\_

Signature \_\_\_\_\_

\* For identification purposes only

*Notes:*

1. Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
2. Please insert the number of Shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all Shares registered in your name(s).
3. If any proxy other than the Chairman of the Meeting is preferred, strike out "the Chairman of the Meeting" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: If you wish to vote for a resolution, please tick ("✓") the box below the box marked "FOR". If you wish to vote against a resolution, please tick ("✓") the box below the box marked "AGAINST".** If no direction is given, your proxy may vote or abstain as he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
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 under its common seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
6. (a) A member of the Company who is not Relevant Intermediary and entitled to attend and vote at the AGM convened by the above notice is entitled to appoint not more than two (2) proxies to attend and vote on his/her behalf. Where a member appoints more than one (1) proxy, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the Proxy Form.  
(b) A member of the Company who is a Relevant Intermediary and entitled to attend and vote at the AGM convened by the above notice is entitled to appoint more than two (2) proxies to attend and vote on his/her behalf, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where a member appoints more than one (1) proxy, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the Proxy Form.  
(c) "Relevant Intermediary" shall have the same meaning ascribed to it in Section 181 of the Companies Act (Cap. 50) of Singapore.
7. A proxy need not be a member of the Company but must attend the Meeting in person to represent you.
8. 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.
9. In order to be valid, this form of proxy together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of authority, must be deposited at the office of the branch share registrar and transfer office of the Company in Hong Kong, Boardroom Share Registrars (HK) Limited at 2103B, 21st Floor, 148 Electric Road, North Point, Hong Kong not less than 48 hours before the time appointed for holding of the Meeting or the adjourned Meeting (as the case may be).
10. In the case of joint registered holders of any Shares, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such Shares as if he/she was solely entitled thereto; but if more than one of such joint registered holders be present at the Meeting, either personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such Shares shall alone be entitled to vote in respect thereof to the exclusion of the votes of the other joint registered holders.
11. Completion and return of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish, and in such an event, the authority of your proxy will be deemed to be revoked.

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**Personal Data Privacy**

**Under the Personal Data Protection Act 2012 of Singapore**

By attending the Meeting of the Company and/or any adjournment thereof and/or submitting the form of proxy appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Meeting of the Company 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 or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) of proxies and representatives appointed for the Meeting of the Company (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Meeting of the Company (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), and (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 or service providers), 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 or service providers) 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.

**Under the Personal Data (Privacy) Ordinance of Hong Kong**

"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**"). 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. 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. 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 2103B, 21/F., 148 Electric Road, North Point, Hong Kong.