

VCPLUS LIMITED

(Incorporated in Singapore)
(Registration No. 201531549N)

PROXY FORM – ANNUAL GENERAL MEETING

(Please see notes overleaf before completing this Form)

This form of proxy has been made available on SGXNet.
A printed copy of this form of proxy will NOT be despatched to members

IMPORTANT:

- Alternative arrangements relating to, among other things, attendance, submission of questions and/or voting at the Annual General Meeting are set out in the Notice of Annual General Meeting dated 12 April 2023 published on the SGXNet on the same day. The Notice of AGM and this proxy form will not be sent to members. Instead, these documents may be accessed at the URLs <https://www.sgx.com/securities/company-announcements> and <https://www.vcplus.sg/investor-relations/>.
- As the AGM is held by way of electronic means, a member will not be able to attend the Annual General Meeting in person.
- This Proxy Form is not valid for use by CPF/SRS investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
- CPF/SRS investors who wish to vote should contact their respective CPF Agent Banks or SRS Operators to submit their votes by 10.00 a.m. on 18 April 2023.

I/We, _____ (Name)

of _____ (Address)

being a *member/members of VCPLUS LIMITED (the “Company”), hereby appoint

NAME	ADDRESS	NRIC or Passport No.	Email Address**	Proportion of Shareholdings	
				No. of Shares	%

*and/or

NAME	ADDRESS	NRIC or Passport No.	Email Address**	Proportion of Shareholdings	
				No. of Shares	%

or failing which, the Chairman of the Annual General Meeting (“AGM”) as *my/our *proxy/proxies to vote for *me/us on *my/our behalf at the AGM to be held by way of electronic means (via LIVE WEBCAST and/or AUDIO ONLY MEANS) on Thursday, 27 April 2023 at 10.00 a.m. and at any adjournment thereof. *I/We direct the my/our proxy/proxies to vote for or against, or abstain from voting on the resolutions to be proposed at the AGM as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the AGM and at any adjournment thereof, the proxy/proxies will vote or abstain from voting at his/her/their discretion.

All resolutions put to the vote at the AGM shall be decided by way of poll.

If you wish to exercise all your votes “For” or “Against”, or to “Abstain” from voting on the Resolution, please mark an “X” in the appropriate box provided. Alternatively, please indicate the number of votes “For” or “Against” or which you “Abstain” from giving in respect of each resolution in the boxes provided as appropriate. If you mark an “X” in the “Abstain” box for a particular resolution, you are directing your proxy/proxies not to vote on that resolution.

No.	Resolutions	For	Against	Abstain
	ORDINARY BUSINESS			
1.	Adoption of the Directors’ Statement and the Audited Consolidated Financial Statements of the Company and its subsidiaries for the financial year ended 31 December 2022 and the Statement of Financial Position of the Company as at 31 December 2022 together with the Independent Auditors’ Report thereon			
2.	Re-election of Mr. Lim Beng Chew as a Director of the Company			
3.	Re-election of Mr. Gavin Mark McIntyre as a Director of the Company			
4.	Payment of Directors’ Fees of S\$105,000 for the financial year ending 31 December 2023, to be paid quarterly in arrears			
	SPECIAL BUSINESS			
5.	Appointment of Messrs Nexia Singapore PAC as Auditors of the Company and to authorise the Directors to fix their remuneration			
6.	Authority for Directors to allot and issue new shares			
7.	Authority for Directors to allot and issue shares on the vesting of awards under the Anchor Resources Employee Performance Share Plan			

Dated this _____ day of _____ 2023

Total Number of Shares held: _____

Signature(s) of member(s)

or Common Seal of Corporate Shareholder

*Delete as appropriate

**Required for registration purposes. The Confirmation Email (as defined in the Notice of AGM) will be sent to the email addresses disclosed herein.

IMPORTANT: PLEASE READ NOTES OVERLEAF CAREFULLY BEFORE COMPLETING THIS PROXY FORM

NOTES TO PROXY FORM:

1. Please insert the total number of shares in the capital of the Company (“Shares”) held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members of the Company, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy/proxies shall be deemed to relate to all the Shares held by you.
2. As the AGM will be held by way of electronic means, a member of the Company will not be able to attend the Meeting in person. If a member of the Company (whether individual or corporate) wishes to exercise his/her/its voting rights at the Meeting, he/she/it may cast his/her/its votes remotely in real time via the Live Webcast. He/she/it may appoint a proxy/proxies to vote on his/her/its behalf at the AGM in real time via the Live Webcast. A member may appoint the Chairman of the AGM as to vote on his/her/its behalf at the AGM. In appointing the Chairman of the AGM as proxy, a member of the Company (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the Chairman will vote at his discretion.
3. A member entitled to attend and vote at the AGM, who is not a relevant intermediary (as defined in Section 181 of the Companies Act 1967), is entitled to appoint not more than two (2) proxies to attend and vote in his/her stead. Where a member appoints more than one proxy, the appointments shall be invalid unless he/she/it specifies the proportion of his/her/its shareholding (expressed as a percentage of the whole) to be represented by each proxy.
4. A member who is a relevant intermediary entitled to attend and vote at the AGM is entitled to appoint not more than two (2) proxies to attend and vote instead of the member, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member appoints more than two (2) proxies, it should annex to the instrument appointing a proxy or proxies (the “Proxy Form”) the list of proxies, setting out, in respect of each proxy, the name, address, email address, NRIC/Passport Number and proportion of shareholding (number of Shares and percentage) in relation to which each proxy has been appointed. For the avoidance of doubt, a CPF Agent Bank/SRS Operator who intends to appoint CPF/SRS investors as its proxies shall comply with this Note. The appointments shall be invalid unless the member specifies the number of Shares in respect of to which each proxy has been appointed in the Proxy Form.
5. A proxy need not be a member of the Company.
6. This instrument appointing proxy/proxies, together with the power of attorney or other authority under which it is signed (if applicable) or a notarial certified copy thereof, must:
 - (a) if sent by post, be lodged at the office of the Company’s Share Registrar, B.A.C.S. Private Limited, at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, attention to VCPlus AGM; or
 - (b) if submitted by email, be received by the Company’s Share Registrar, B.A.C.S. Private Limited at main@zicoholdings.com; or,
 - (c) if by pre-registration website, be submitted at the URL <https://conveneagm.com/sg/VCPlus2023>

in either case, by 10.00 a.m. on 25 April 2023 (being not less than forty-eight (48) hours before the time appointed for holding the AGM) (or at any adjournment thereof) and in default the instrument of proxy shall not be treated as valid.

Members of the Company are strongly encouraged to submit completed proxy forms electronically via email.

7. This proxy form must be under the hand of the appointor or of his/her/its attorney duly authorised in writing.
 - (i) Where this proxy form is executed by a corporation, it must be executed either under its common seal (or otherwise in accordance with its constitution) or under the hand of an officer or attorney duly authorised, failing which the instrument of proxy may be treated as invalid.
 - (ii) Where this proxy form is executed by an attorney on behalf of the appointor, the letter or the power of attorney or a duly certified true copy thereof must be lodged with this proxy form, failing which the instrument of proxy may be treated as invalid.
8. CPF investors and/or SRS investors: (a) may vote live via electronic means at the AGM, or pre-cast their votes via the URL in the Confirmation Email if they are appointed as proxies by their respective CPF Agent Banks and/or SRS Operators, and should contact their respective CPF Agent Banks and/or SRS Operators if they have any queries regarding their appointment as proxies; or (b) may appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks and/or SRS Operators to submit their voting instructions by 10.00 a.m. on 18 April 2023, being seven (7) working days before the AGM.
9. Completion and return of the Proxy Form shall not preclude a member from attending, speaking and voting at the AGM. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the AGM, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the Proxy Form, to the AGM.

General:

The Company shall be entitled to reject this proxy form if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in this proxy form. In addition, in the case of Shares entered in the Depository Register, the Company may reject any proxy form 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 seventy-two (72) hours before the time appointed for holding the AGM (or at any adjournment thereof), as certified by The Central Depository (Pte) Limited to the Company.

Personal data privacy

By submitting an instrument appointing a proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 12 April 2023.