

Proxy Form

IMPORTANT

- The Annual General Meeting ("AGM") is being convened, and will be held by way 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 AGM will not be sent to members. Instead, it will be sent to members by electronic means via announcement on the SGX website at the URL <https://www.sgx.com/securities/company-announcements> and may be accessed at the Company's website at the URL <https://aspen.listedcompany.com/newsroom.html>.
- To minimise physical interactions and COVID-19 transmission risks, members will not be able to attend the AGM in person.
- Alternative arrangements relating to attendance at the AGM by way of electronic means (including arrangements by which the AGM can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions, addressing of substantial and relevant questions at the AGM and live voting at the AGM are set out in the Notice of AGM dated 16 October 2022. The Notice of AGM may be accessed at the Company's website at the URL <https://aspen.listedcompany.com/newsroom.html>, and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
- If a member who wishes to exercise his/her/its voting rights at the AGM, he/she/it may:
 - (where the member is an individual) vote "live" via electronic means at the AGM; or (where the member is an individual or a corporate) appoint a proxy(ies) (other than the Chairman of the AGM) to vote "live" via electronic means at the AGM on their behalf; or
 - (where the member is an individual or corporates) appoint the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM. In appointing the Chairman of the AGM as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid.
- This Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by CPF/SRS investors who hold ordinary shares through their CPF/SRS funds. CPF/SRS investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven working days before the AGM.
- By submitting this Proxy Form, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 16 October 2022.

I / We, _____ (Name) of NRIC/Passport/Company Registration No. _____ of

_____ (Address)

being a member/members of Aspen (Group) Holdings Limited (the "Company"), hereby appoint:

Name	NRIC/Passport No.	Proportion of Shareholding(s)	
		No. of Shares	%
Address and Email Address			

and/or (delete where appropriate)

Name	NRIC/Passport No.	Proportion of Shareholding(s)	
		No. of Shares	%
Address and Email Address			

as *my/our *proxy/proxies, or failing him/them, the Chairman of the Annual General Meeting ("AGM") of the Company, to attend, speak and vote for *me/us on *my/our behalf at the AGM of the Company to be held by way of electronic means on Monday, 31 October 2022 at 10:30 a.m. (Singapore time) and at any adjournment thereof. I/We direct *my/our *proxy/proxies to vote for, against and/or to abstain from voting on the Ordinary Resolutions to be proposed at the AGM as indicated with an "X" in the spaces provided hereunder. If no specific direction as to voting is given, the proxy/proxies may vote or abstain from voting at his/their discretion.

Resolution No.	Ordinary Resolutions	For*	Against*	Abstain*
1.	Adoption of the Audited Financial Statements of the Company for the financial period from 1 January 2021 to 30 June 2022, the Directors' Statement and the Report of the Auditors thereon.			
2.	Approval of the payment of Directors' fees of RM630,000.00 for the financial period from 1 January 2021 to 30 June 2022.			
3.	Re-election of Ir Anilarasu Amaranazan as Director.			
4.	Re-election of Dr Lim Su Kiat as Director.			
5.	Re-election of Dato' Choong Khuat Seng as Director.			
6.	Re-appointment of Messrs Mazars LLP as Auditors of the Company and to authorise the Directors to fix their remuneration.			
7.	Authority to allot and issue shares in the capital of the Company and/or instruments pursuant to Section 161 of the Companies Act.			
8.	Authority to allot and issue shares under the AV Employee Share Option Scheme.			
9.	Authority to allot and issue shares under the AV Performance Share Plan.			
10.	Proposed Renewal of the Share Buy Back Mandate.			

* Delete as appropriate.

** Voting will be conducted by poll. If you wish to exercise all your votes "For" or "Against", please indicate with a tick (✓) in the "For" or "Against" box. Alternatively, please indicate the number of votes "For" or "Against" as appropriate in the resolution. If you wish to "Abstain" from voting on the resolution, please indicate with a tick (✓) in the "Abstain" box. Alternatively, please indicate the number of shares which you wish to abstain from voting. In the absence of directions for the resolution, the appointment of Chairman of the Meeting as your proxy for the resolution will be treated as invalid.

Dated this _____ day of _____ 2022

Total number of Shares in :	No. of Shares held
(a) CDP Register	
(b) Register of Members	

Signature(s) of Member(s) / Common Seal of Corporate Member

IMPORTANT: Please read notes overleaf

1. Please insert the total number of 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 Future Act, (Chapter 289) of Singapore), 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. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the shares held by you.
2. To minimise physical interactions and COVID-19 transmission risks, members will not be able to attend the AGM in person. Members will be able to attend the proceedings of the AGM through a "live" webcast via their mobile phones, tablets or computers or through a "live" audio feed via telephone. In order to do so, members who wish to attend the "live" webcast or "live" audio feed must pre-register by **10:30 a.m. on 28 October 2022** (the "Registration Deadline") at <https://conveneagm.com/sg/asp2022>. Following authentication of their status as members, authenticated members will receive email instructions on how to access the webcast and audio feed of the proceedings of the AGM by **10:30 a.m. on 29 October 2022**. Members who do not receive an email by **10:30 a.m. on 29 October 2022** should contact the Company's Share Registrar, Tricor Barbinder Share Registration Services by phone call at +65 6236 3550 / +65 6236 3555 during operating hours from 8:30 a.m. to 5:30 p.m. for assistance.
3. Investors who hold shares through relevant intermediaries as defined in Section 181(C) of the Companies Act, other than SRS Investors, and wish to participate in the AGM should, in addition to pre-registering, approach their respective agents at least seven working days before the AGM, so that the necessary arrangements can be made by the relevant agents for their participating in the AGM.
4. Members who pre-register to attend the AGM may ask questions relating to the resolutions to be tabled at the AGM for approval, "live" at the AGM, by submitting their questions through the live chat function via the platform.
Members may also submit questions relating to the resolutions to be tabled for approval at the AGM in advance of the AGM. Such questions must be received by the Company in the following manner **no later than 10:30 a.m. on 23 October 2022**:
 - (a) via the pre-registration website at <https://conveneagm.com/sg/asp2022>;
 - (b) via email to: agm@asp2022.com; or
 - (c) via post, to the Company's Share Registrar, Tricor Barbinder Share Registration Services, at 80 Robinson Road, #11-02, Singapore 068898.For verification purpose, when submitting any questions via email or by post, members **MUST** provide the Company with their particulars (comprising full name (for individuals)/company name (for corporates), email address, contact number, NRIC/ passport number / company registration number, shareholding type and number of shares held).
The Management and the Board of Directors of the Company will endeavour to address the substantial queries from members at least 48 hours prior to the closing date and time of the lodgement of the proxy forms by publishing the responses to those questions on SGXNET at the URL <https://www.sgx.com/securities/company-announcements> and the Company's website at the URL <https://asp2022.com/newsroom.html>. Where substantial and relevant questions submitted by members are unable to be addressed prior to the AGM, the Company will address them at the AGM. The minutes of the AGM, including responses to substantial queries from the members which are addressed during the AGM, shall thereafter be published on SGXNET and the Company's corporate website at <https://asp2022.com/newsroom.html>, within one (1) month from the date of the AGM.
Investors who hold shares through relevant intermediaries as defined in Section 181(C) of the Companies Act, including SRS Investors, can submit their questions in relation to any resolution set out in the Notice of AGM upon pre-registration, however, they must, in addition to pre-registering, approach their respective agents at least seven working days before the AGM, so that the necessary arrangements can be made by the relevant agents for their participation in the AGM.
5. A member will not be able to attend the AGM in person. Members who wish to exercise their voting rights at the AGM may:
 - (a) (where such members are individuals) vote "live" via electronic means at the AGM;
 - (b) (where such members are individuals or corporates) appoint a proxy(ies) (other than the Chairman of the AGM) to vote "live" via electronic means at the AGM on their behalf; or
 - (c) (where such members are individuals or corporates) appoint the Chairman of the AGM as their proxy to vote on their behalf at the AGM. In appointing the Chairman of the AGM as proxy, members (whether individuals or corporates) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid.

Vote Live at the AGM

Members, who wish to vote "live" via electronic means at the AGM must first pre-register themselves at the pre-registration website at <https://conveneagm.com/sg/asp2022>.

"Live" voting will be conducted during the AGM. It is important for members and proxies to have their own web-browser enabled devices ready for voting during the AGM. Examples of web-browser enabled devices include mobile smartphones, laptops, tablets or desktop computers with internet capabilities. Members, or where applicable, their appointed proxy(ies) must access the AGM proceedings via the "live" webcast in order to vote live at the AGM and will not be able to do so via the "live" audio feed of the AGM proceedings. Instructions will be provided at the start of the AGM on how to vote.

6. A proxy need not be a member of the Company.
7. Members who wish to appoint proxies (other than the Chairman of the AGM) to attend the AGM and vote "live" at the AGM on their behalf must do both of the following:
 - (a) complete and submit the Proxy Form in accordance with the instructions below; and
 - (b) pre-register the proxy(ies) at the pre-registration website by the Registration Deadline at <https://conveneagm.com/sg/asp2022> by **10:30 a.m. on 28 October 2022**.As an alternative to "live" voting, members may also vote at the AGM by appointing the Chairman as proxy to vote on their behalf in respect of all the Shares held by them.
8. The Proxy Form must be submitted to the Company in the following manner:
 - (a) via the following URL <https://conveneagm.com/sg/asp2022> (the "Aspen AGM Website") in the electronic format accessible on the Aspen AGM Website; or
 - (b) in hard copy by post to the Company's Share Registrar, Tricor Barbinder Share Registration Services, at 80 Robinson Road, #11-02, Singapore 068898; or
 - (c) via email to: sg.is.proxy@sg.tricorglobal.comin either case, not less than 72 hours before the time for holding the AGM and at any adjournment thereof.

A member who wishes to submit a proxy form must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

Investors who hold shares through relevant intermediaries as defined in Section 181(C) of the Companies Act, including SRS investors, and wish to appoint a proxy or proxies (including the Chairman), should approach their respective agents to submit their votes at least seven working days before the AGM in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to vote on their behalf by **10:30 a.m. on 28 October 2022**.

9. The Annual Report 2022 may be accessed at the Company's website at the URL <https://asp2022.com/newsroom.html> and on the SGX website at the URL <https://www.sgx.com/securities/annual-reports-related-documents>.
10. The Proxy Form must be signed by the appointor or his attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be either under its common seal or signed on its behalf by a duly authorised officer or attorney.
11. Where the Proxy Form is signed on behalf of the appointor by an attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be attached to the Proxy Form, failing which the Proxy Form may be treated as invalid.
12. The Company shall be entitled to reject the 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 the Proxy Form (such as in the case where the appointor submits more than one instrument of proxy).
13. In the case of shares entered in the Depository Register, the Company may reject a proxy form 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 meeting, as certified by The Central Depository (Pte) Limited to the Company.

Fold along this line

Affix
Postage
Stamp
Here

ASPEN (GROUP) HOLDINGS LIMITED
Company's Share Registrar
Tricor Barbinder Share Registration Services
80 Robinson Road
#11-02
Singapore 068898