

IMPORTANT:

1. Alternative arrangements relating to, among others, attendance, submission of questions in advance and/or voting by proxy at the Court Meeting are set out in the Document which has been uploaded together with the Notice of Court Meeting dated [6 October] 2021 on SGXNET on the same day.
2. A member will not be able to attend the Court Meeting in person. A member will also not be able to vote online. If a member (whether individual or corporate) wishes to exercise his/her/its votes, he/she/it must submit this Proxy Form to appoint the Chairman of the Court Meeting to vote on his/her/its behalf. A member (whether individual or corporate) appointing the Chairman of the Court Meeting as proxy must give specific instructions as to his/her/its manner of voting, or abstentions from voting, in this Proxy Form, failing which the appointment will be treated as invalid.
3. An investor who holds shares under the Central Provident Fund Investment Scheme ("**CPF Investor**") and/or the Supplementary Retirement Scheme ("**SRS Investor**") who wish to vote at the Court Meeting should approach their respective agent banks to submit their votes at least seven (7) working days before the date of the Court Meeting. CPF Investors and/or SRS Investors are requested to contact their respective agent banks for any queries they may have with regard to appointment as to the appointment of the Chairman of the Court Meeting as proxy for the Court Meeting.
4. For CPF/SRS investors who have used their CPF/SRS monies to buy Avi-Tech Electronics Limited's 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.
5. By submitting this proxy form, the member accepts and agrees to the personal data privacy terms set out in the Notice.
6. Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of the Chairman of the Meeting as a member's proxy to attend, speak and vote on his/her/its behalf at the Court Meeting.

AVI-TECH ELECTRONICS LIMITED

(Company Registration Number: 198105976H)
(Incorporated in the Republic of Singapore)

**FORM OF PROXY FOR USE AT THE COURT MEETING
(OR AT ANY ADJOURNMENT THEREOF)**

IN THE HIGH COURT OF THE REPUBLIC OF SINGAPORE

Case No: HC/OS 769/2021

In the matter of Companies Act (Cap. 50)

And

**In the matter of Section 210 of the Companies
Act (Cap. 50)**

And

**In the matter of
AVI-TECH ELECTRONICS LIMITED
(Company Registration No. 198105976H)**

...Applicant

SCHEME OF ARRANGEMENT

under Section 210 of the Companies Act, Chapter 50

Between

Avi-Tech Electronics Limited

And

Its Shareholders
(as defined herein)

And

Avi-Tech Holdings Limited

I/We, _____ (Name) of
_____ (Address)

being a member/members (a "Shareholder" or the "Shareholders") of AVI-TECH ELECTRONICS LIMITED (the "Company") hereby appoint the Chairman of the Court Meeting convened on the directions of the High Court of Singapore as my/our proxy, to attend, speak and vote for *me/us on *my/our behalf, at the Court Meeting to be held by electronic means on Thursday, 28 October 2021 at 11.30 a.m. (or as soon thereafter following the conclusion of the Annual General Meeting of the Company to be held at 11.00 a.m. on the same day and at the same link (or its adjournment thereof)) and at any adjournment thereof.

*I/We direct *my/our proxy to vote for or against, or abstain from voting on the Resolution to be proposed at the Court Meeting as indicated below. In the absence of specific directions in respect of the Resolution, the appointment of the Chairman of the Court Meeting as my/our proxy for the Resolution will be treated as invalid.

| Resolution | For* | Against* | Abstain* |
|-----------------------|------|----------|----------|
| To approve the Scheme | | | |

Voting will be conducted by poll. If you wish to vote "for" the Scheme referred to in the notice convening the Court Meeting, please indicate with a tick (✓) in the box marked "For" as set out below. If you wish to vote "against" the Scheme referred to in the notice convening the Court Meeting, please indicate with a tick (✓) in the box marked "Against" as set out below. **DO NOT TICK IN BOTH BOXES. Alternatively, if you wish the Chairman of the Court Meeting as your proxy to exercise some and not all of your votes for or against and/or abstain from voting for the Scheme and/or if you wish the Chairman of the Court Meeting as your proxy to abstain from voting in respect of the Scheme, please indicate the number of votes "For", the number "Against" and/or the number "Abstaining" in the boxes provided. In the absence of specific directions, the appointment of the Chairman of the Court Meeting as your proxy will be treated as invalid.*

Dated this _____ day of _____ 2021

| Total number of Shares in: | Number of Shares |
|----------------------------|------------------|
| (a) CDP Register | |
| (b) Register of Members | |

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

Notes:

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 Futures Act, Cap. 289 of Singapore) (the "SFA"), 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 the register of members of the Company, 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 of the Company. If no number is inserted, this instrument of proxy will be deemed to relate to all the Shares held by you.
2. A member will not be able to attend the Court Meeting in person. A member will also not be able to vote online. If a member (whether individual or corporate) wishes to exercise his/her/its votes, he/she/it must submit this Proxy Form to appoint the Chairman of the Court Meeting to vote on his/her/its behalf. A member (whether individual or corporate) appointing the Chairman of the Court Meeting as proxy must give specific instructions as to his/her/its manner of voting, or abstentions from voting, in this Proxy Form, failing which the appointment will be treated as invalid. This Proxy Form may be accessed via SGXNET and the Company's corporate website at URL: <http://www.avi-tech.com.sg>.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed Proxy Forms by post, members are strongly encouraged to submit completed Proxy Forms electronically via email.

Please refer to paragraph 15 of the Document for more details.

3. Relevant intermediaries shall also appoint the Chairman of the Court Meeting to act as proxy and direct the vote at the Court Meeting. Together with the instrument appointing a proxy, the Relevant Intermediaries shall provide to the Company a list of attendees who would like to attend the Court Meeting by way of a "live" webcast and/or audiocast with such information that may be requested by the Company.

"Relevant intermediary" means: (a) a banking corporation licensed under the Banking Act, Cap. 19 of Singapore or its wholly-owned subsidiary which provides nominee services and who holds shares in that capacity; (b) a capital markets services license holder which provides custodial services for securities under the SFA and who holds shares in that capacity; or (c) the Central Provident Fund ("**CPF**") Board, established by the Central Provident Fund Act, Cap. 36 of Singapore, in respect of shares purchased on behalf of CPF investors.

4. The Chairman of the Court Meeting, as proxy, need not be a member of the Company.
5. The instrument appointing the Chairman of the Court Meeting as proxy must be completed and arrive (a) by email in Portable Document Format (PDF) format to ir@avi-tech.com.sg OR (b) by post to the registered office of the Company at 19A Serangoon North Avenue 5 Singapore 554859, not less than 48 hours before the time appointed for the meeting.
6. The instrument appointing a proxy or proxies must be under the hand of the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its Common Seal or under the hand of its attorney or a duly authorised officer.
7. Where an instrument appointing a proxy or proxies is signed 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) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.
8. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the meeting, in accordance with Section 179 of the Companies Act.
9. The Company shall be entitled to reject the instrument appointing the Chairman of the Court Meeting as proxy 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 instrument appointing the Chairman of the Court Meeting as proxy. In addition, in the case of a member whose Shares are entered against his/her name in the Depository Register, the Company may reject any instrument of proxy lodged if such member, being the appointor, is not shown to have shares entered against his name in the Depository Register 72 hours before the time appointed for holding the meeting, as certified by The Central Depository (Pte) Limited to the Company.
10. A Depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time fixed for holding the meeting in order for the Depositor to be entitled to attend and vote at the meeting.

Personal data privacy:

Photographic, sound and/or video recordings may be made by the Company at the meeting for record keeping and to ensure the accuracy of the minutes prepared. Accordingly, your personal data (such as your name, your presence at this meeting and any questions you may raise or motions you propose/second) may be recorded by the Company for such purpose. The Company may upon the request of any shareholder and in accordance with the Companies Act, provide such shareholder with a copy of the minutes of meeting, which may contain your personal data as explained herein. By participating in the meeting, raising any questions and/or proposing/seconding any motion, you will be deemed to have consented to have your personal data recorded and dealt with for the purposes and in the manner explained herein.

By submitting an instrument appointing the Chairman as proxy, a member of the Company thereby: (i) 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, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the meeting (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**"), (ii) 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 (iii) 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