



# Proxy Form

## Annual General Meeting 2023



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# Proxy Form

## 2023 Annual General Meeting

**IMPORTANT:**

1. Relevant intermediaries (as defined in Section 181 of the Companies Act 1967) may appoint more than two proxies to attend, speak and vote at the Annual General Meeting.
2. For CPF/SRS investors who have used their CPF/SRS monies to buy the Company'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. CPF/SRS investors should contact their respective Agent Banks/SRS Operators if they have any queries regarding their appointment as proxies.
3. By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 9 October 2023.

\*I/We (name):

NRIC/Passport No./Co. Registration No.:

of (Address):

being \*a member/members of Civmec Limited (the "**Company**"), hereby appoint

Name	NRIC/Passport No.	Proportion of Shareholdings to be represented by proxy	
		No. of Shares	%
Address:			

and/or:

Name	NRIC/Passport No.	Proportion of Shareholdings to be represented by proxy	
		No. of Shares	%
Address:			

or failing him/her, the Chairman (the "**Chair**") of the Annual General Meeting of the Company (the "**Annual General Meeting**") as \*my/our \*proxy/proxies to vote for \*me/us on \*my/our behalf at the Annual General Meeting of the Company to be held at Carlton Hotel Singapore, 76 Bras Basah Road, Singapore on Tuesday, 31 October 2023 at 10:30 a.m. and at any adjournment thereof.

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### CHAIR'S VOTING INTENTION IN RELATION TO UNDIRECTED PROXIES WHERE THE CHAIR IS APPOINTED AS THE PROXY

The Chair intends to vote undirected proxies where the Chair has been appointed as the proxy in favour of all Resolutions. In exceptional circumstances the Chair may change his/her voting intention on any Resolution. In the event this occurs an ASX and SGXNET announcement will be made immediately disclosing the reasons for the change.

\*I/We direct \*my/our \*proxy/proxies to vote for or against the Resolutions to be proposed at the Annual General Meeting as indicated hereunder. If no specific directions as to voting are given, the proxy/proxies will vote or abstain from voting at \*his/her/their discretion, as \*he/she/they will on any other matter arising at the Annual General Meeting and at any adjournment thereof.

Voting will be conducted by poll.

\*Please delete accordingly

No.	Ordinary Resolutions	For <sup>#</sup>	Against <sup>#</sup>	Abstain <sup>#</sup>
1.	Adoption of the Audited Financial Statements of the Company for the financial year ended 30 June 2023 together with the Directors' Statement and Independent Auditors' Report thereon.			
2.	Approval of payment of a tax exempt (foreign sourced) Final Dividend of 3.0 Australian cents per ordinary share for the financial year ended 30 June 2023.			
3.	Approval of the payment of Directors' fees of S\$265,000 for the financial year ending 30 June 2024 to be paid quarterly in arrears.			
4.	For the purposes of ASX Listing Rule 10.17, to approve the increase in payment of non-executive Directors' fees of S\$103,000 (i.e. aggregate of S\$368,000) for the financial year ending 30 June 2024, to be paid quarterly in arrears. This increase will allow appointment of an additional Independent Director to aid Board renewal (S\$89,000) and increase fees of existing Independent Directors (S\$14,000)			
5.	Re-election of Mr James Finbarr Fitzgerald as a Director of the Company.			
6.	Re-election of Mr Patrick John Tallon as a Director of the Company.			
7.	Re-election of Mr Kevin James Deery as a Director of the Company.			
8.	Re-election of Mr Chong Teck Sin as a Director of the Company.			
9.	Re-election of Mr Wong Fook Choy Sunny as a Director of the Company.			
10.	Re-election of Mr Douglas Owen Chester as a Director of the Company			
11.	Re-appointment of Messrs Moore Stephens LLP as the Auditors.			
12.	Authority to allot and issue shares.			
13.	Grant of Performance Rights to Mr Kevin James Deery, a Director of the Company, under the Civmec Key Senior Executives Performance Rights Plan.			

Dated this \_\_\_\_\_ day of October 2023

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

\_\_\_\_\_  
Signature(s) of Member(s)/Common Seal

\* Delete accordingly

# If you wish to exercise all your votes 'For' or 'Against' the relevant resolution, please indicate with an 'X' within the box provided. Alternatively, if you wish to exercise your votes both 'For' and 'Against' the relevant resolution, please insert the relevant number of shares in the box provided. If you mark the "Abstain" box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a poll and your votes will not be counted in computing the required majority on a poll.

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## Annual General Meeting

### IMPORTANT. PLEASE READ NOTES BELOW.

Notes:

- a. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number. If you have shares registered in your name in the Register of Members of the Company, you should insert that number. 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. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by you.
- b. A member who is not a Relevant Intermediary\* is entitled to appoint not more than two proxies to attend and vote at the general meeting of the Company. A proxy need not be a member of the Company.  
  
\*A Relevant Intermediary has the meaning ascribed to it in Section 181(6) of the Companies Act 1967.
- c. Where a member appoints two proxies, they shall specify the proportion of their shares (expressed as a percentage of the whole) to be represented by each proxy.
- d. Pursuant to Section 181 of the Companies Act 1967, any member (who is a Relevant Intermediary) may appoint more than two proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him (which number and class of shares shall be specified).
- e. A corporation which is a member may appoint an authorised representative or representatives in accordance with Section 179 of the Companies Act 1967, to attend and vote for and on behalf of such corporation.
- f. The instrument appointing a proxy(ies) must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a company, it must be either under its common seal or signed on its behalf by a duly authorised officer or attorney.
- g. 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 name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the AGM (i.e. by 10:30 a.m. on 28 October 2023), as certified by The Central Depository (Pte) Limited to the Company.
- h. An investor who holds shares under the Supplementary Retirement Scheme ("SRS Investor") who wishes to vote at the AGM should approach their respective agent banks to submit their votes at least seven (7) working days before the date of the AGM (i.e. by 10:30 a.m. on 20 October 2023). SRS Investors are requested to contact their respective agent banks for any queries they may have with regard to the appointment of a proxy for the AGM.
- i. In the case of joint shareholders, all shareholders must sign the instrument appointment a proxy or proxies.
- j. Voting by holders of CDIs: Holders of CHESS Depository Interests over Shares ("CDIs") are entitled to attend the Annual General Meeting, provided that they cannot vote at the meeting, and if they wish to vote they must direct CHESS Depository Nominees Pty Ltd ("CDN"), the holder of legal title of the CDIs, how to vote in advance of the meeting pursuant to the instructions set out in the accompanying voting instruction form. If you are a holder of CDIs, please sign and date the enclosed voting instruction form and return it in accordance with the instructions on your voting instruction form.
- k. The instrument appointing a proxy, together with the power of attorney or other authority under which it is signed (if applicable) or a duly certified copy thereof, must:
  - (a) be deposited at the registered office of the Company at 80 Robinson Road #02-00, Singapore 068898; or
  - (b) be sent via electronic mail to [agm@civmec.com.au](mailto:agm@civmec.com.au) enclosing a signed PDF copy of the Proxy Form;not less than seventy-two (72) hours before the time appointed for the AGM.
- l. By submitting an instrument appointing a proxy or proxies and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 9 October 2023.