

# JOYAS INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)  
(Company Registration Number: 38991)

## ANNUAL GENERAL MEETING – DEPOSITOR PROXY FORM

We, The Central Depository (Pte) Limited (“CDP”), being a member of JOYAS INTERNATIONAL HOLDINGS LIMITED (the “Company”), pursuant to Bye-Law 77(1)(b) of the Company’s Bye-Laws are deemed to have appointed the person whose name and particulars are set out in Part I below (the “Depositor(s)”), in respect of such number of shares (the “Depositor(s) Shares”) set out against his/her/its name in the Depository Register maintained by CDP as at 26 April 2021 (the “Cut Off Date”), as our proxy to vote for us on our behalf at the Annual General Meeting of the Company to be held by electronic means on **Wednesday, 28 April 2021 at 3.00 p.m.** and at any adjournment thereof (the “Annual General Meeting”).

I. 

--	--

OR, in the event the Company receives a Depositor Proxy Form which is:

- (i) duly completed and signed/executed by the said Depositor(s); and
- (ii) submitted by the requisite time and date, and to the requisite office as indicated below,

we hereby appoint the Chairman of the Meeting, provided that such details have been verified in Part V by affixing of the seal or the signature of or on behalf of the person(s) named in Part I, and on the basis that the Chairman of the Meeting is authorised to vote in respect of the proportion of the shareholding referred to in Part II, or if no proportions are so reflected, in respect of the whole of the said shareholding:

II. 

	Proportion of Shareholdings %
Chairman of the Meeting	

as our proxy to vote for us on our behalf at the Annual General Meeting. The Chairman of the Meeting is hereby directed to vote for, against or abstain from voting the resolutions to be proposed at the Annual General Meeting as indicated hereunder. If no specific direction as to voting is given, the appointment of the Chairman of the Meeting as our proxy will be treated as invalid.

We further hereby authorise and direct the Company to accept this Depositor Proxy Form(s) in respect of the Depositor(s) Shares.

**(Please indicate your vote “For”, “Against” or “Abstain” with a “X” within the box provided.)**

III. 

No.	Ordinary Resolutions	For	Against	Abstain
1.	To receive and adopt the Report of the Directors and the Published Financial Statements of the Company for the financial year ended 31 December 2020 together with the Auditors’ Report thereon.			
2.	To approve the payment of Directors’ fees of HK\$447,140 for the financial year ending 31 December 2021. (2020: HK\$535,920)			
3.	To re-appoint Baker Tilly TFW LLP as the Company’s Auditors for the financial year ending 31 December 2021 and to authorise the Directors of the Company to fix their remuneration.			
4.	To re-elect Mr Ong Chor Wei, who is retiring by rotation pursuant to Bye Law 104 of the Company’s Bye-Laws and who, being eligible, offers himself for re-election, as a Director of the Company.			
5.	To re-elect Ms Cheung Yin, who is retiring pursuant to Bye-Law 107 of the Company’s Bye-Laws and who, being eligible, offers herself for re-election, as a Director of the Company.			
6.	To approve the authority to allot and issue new Shares and/or Instruments.			

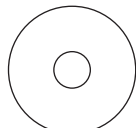
Dated this                      day of                      2021

IV. The Central Depository (Pte) Limited



Signature of Director

V. 

TO BE COMPLETED BY DEPOSITOR(S) IF HE/SHE/IT WISHES TO NOMINATE A PROXY UNDER PART II			
For Individuals:  <hr style="width: 80%; margin-left: 0;"/> Signature of Direct Account Holder	For Corporations:  <hr style="width: 80%; margin-left: 0;"/> Signature of Director	<hr style="width: 80%; margin-left: 0;"/> Signature of Director/Secretary	 Common Seal

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

**IMPORTANT: - PLEASE READ NOTES BELOW:**

- Part II
- (1) A Depositor(s) who is a natural person will not be able to attend the Annual General Meeting (the "Meeting) in person and must appoint the Chairman of the Meeting to attend, speak and vote in his/her stead. The Chairman of the Meeting, as proxy, need not be a member of the Company.
  - (2) Where a Depositor(s) is a corporation and wishes to be represented at the Annual General Meeting, it must nominate the Chairman of the Meeting to attend and vote as proxy for CDP at the Annual General Meeting in respect of the number of the Depositor(s) Shares.
  - (3) If no proportion of the number of the Depositor(s) Shares is specified, the Chairman of the Meeting shall be deemed to carry 100 per cent of the number of the Depositor(s) Shares of his/her appointor.
- Part III
- IMPORTANT: PLEASE INDICATE WITH A "X" IN THE APPROPRIATE BOX AGAINST EACH RESOLUTION HOW YOU WISH THE CHAIRMAN OF THE MEETING TO VOTE.** If this depositor proxy form is deposited without any indication as to how the Chairman of the Meeting shall vote, the appointment of the Chairman of the Meeting as proxy will be treated as invalid.
- Part V
- (1) If a Depositor(s) wishes to nominate the Chairman of the Meeting, this Depositor Proxy Form must be signed by the Depositor(s) or his/her/its attorney duly authorised in writing. In the case of Joint Depositor(s), all Joint Depositor(s) must sign this Depositor Proxy Form. If the Depositor(s) is a corporation, this Depositor(s) Proxy Form must be executed under its common seal or under the hand of an officer or its attorney duly authorised in writing. **The power of attorney appointing the attorney or other authority, if any, under which this Depositor Proxy Form is signed, or a notarially/duly certified copy thereof must be attached to this Depositor Proxy Form.**
  - (2) This Depositor Proxy Form, duly completed, must be deposited by the Depositor(s) at the office of the Company at 35 Selegie Road #10-25 Singapore 188307; or sent by email to the Company at [admin@joyasint.com](mailto:admin@joyasint.com) **not less than forty-eight (48) hours before the time of the Annual General Meeting in accordance with the instructions stated herein.**

**GENERAL**

The Company shall be entitled to reject any Depositor Proxy Form, which is incomplete, improperly completed or illegible, or where the true intentions of the Depositor(s) are not ascertainable from the instruction of the Depositor(s) specified on any Depositor Proxy Form.

It is the Depositor(s)' responsibility to ensure that this Depositor Proxy Form is properly completed. Any decision to reject this Depositor Proxy Form on the ground that it is incomplete, improperly completed or illegible will be final and binding and neither the Company, CDP nor Boardroom Corporate & Advisory Services Pte. Ltd. accepts any responsibility for the consequences of such a decision.

**PERSONAL DATA PRIVACY**

By submitting an instrument appointing the Chairman of the Meeting as proxy to vote at the Annual General Meeting and/or any adjournment thereof, a Member/Depositor of the Company consents to the collection, use and disclosure of the Member's/Depositor's personal data by the Company (or its agents or service providers) for the following purposes:

- (i) the processing and administration by the Company (or its agents or service providers) of proxy forms appointing the Chairman of the Meeting as a proxy for the Annual General Meeting (including any adjournment thereof);
- (ii) the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof); and
- (iii) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.