

# Joyas International Holdings Limited

(Incorporated in Bermuda )

(Company Registration Number 38991)

## Scipholder Proxy Form - Annual General Meeting

(Please see notes overleaf before completing this Proxy Form)

I/We\* \_\_\_\_\_ NRIC / Passport /  
Company  
Registration Number \_\_\_\_\_  
of \_\_\_\_\_

being a member of **Joyas International Holdings Limited** (the "Company"), hereby appoint:

Name	NRIC/Passport No.	Proportion of Shareholding	
		No. of Shares	%
Address			

and/or (delete as appropriate)

Name	NRIC/Passport No.	Proportion of Shareholding	
		No. of Shares	%
Address			

or failing him/her/them\*, the Chairman of the Annual General Meeting (the "Meeting") of the Company as my/our\* proxy/proxies\* to attend, speak and vote for me/us\* on my/our\* behalf at the Annual General Meeting of the Company to be held at 1 Robinson Road #18-00, AIA Tower, Singapore 048542 on Monday, 29 April 2024 at 3.00 p.m. (Singapore Time) and/or any adjournment thereof.

I/We\* direct my/our\* proxy/proxies\* (other than the Chairman of the Meeting) or the Chairman of the Meeting as proxy to vote for or against or abstain from the Ordinary Resolutions to be proposed at the Annual General Meeting of the Company as indicated hereunder. **If no specific direction as to voting, or abstentions from voting, is given in respect of an Ordinary Resolution, the \*proxy/proxies will vote or abstain from voting at \*his/her/their discretion.**  
The Ordinary Resolutions will be put to vote at the Annual General Meeting of the Company by way of poll.

S/No.	Ordinary Resolutions	Number of Votes For <sup>#</sup>	Number of Votes Against <sup>#</sup>	Number of Votes Abstain <sup>#</sup>
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 2023 together with the Auditors' Report thereon.			
2.	To approve the payment of Directors' fees of HK\$396,000 for the financial year ending 31 December 2024. (2023: HK\$396,000)			
3.	To re-appoint Baker Tilly TFW LLP as the Company's Auditors for the financial year ending 31 December 2024 and to authorise the Directors of the Company to fix their remuneration.			
4.	To re-elect Mr Vincent Cheung Chun Wai, 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 Mr Francis Lee Fook Wah, who is retiring 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.			
6.	To approve the authority to allot and issue new Shares and/or Instruments.			

\* Delete as appropriate.

<sup>#</sup> If you wish to exercise all your votes "For" or "Against", please indicate with a tick "✓" within the box provided. Alternatively, please indicate the number of votes as appropriate.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2024.

**Total Number of Shares Held  
(See Note 1)**

.....  
Signature or Common Seal of Member

**IMPORTANT: PLEASE READ THE NOTES BELOW BEFORE COMPLETING THIS PROXY FORM.**

1. A member should insert the total number of shares held by him. If the member has shares entered against his name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001 of Singapore), he should insert that number of shares. If the member has shares registered in his name in the Register of Members of the Company, he should insert that number of shares. If the member has shares entered against his name in the Depository Register and registered in his name in the Register of Members, he should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by the member.
2. A member of the Company entitled to attend and vote at a meeting of the Company is entitled to appoint one or two proxies to attend and vote instead of him.
3. Where a member appoints two proxies, the appointments shall be invalid unless he specifies the proportion of his shareholding (expressed as percentage of the whole) to be represented by each proxy.
4. The instrument appointing a proxy or proxies must be deposited to the Company in the following manner:
  - (a) if submitted by post, be lodged with the Company's Share Registrar & Transfer Agent at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632; or
  - (b) if submitted electronically, be submitted via email to the Company at [srs.proxy@boardroomlimited.com](mailto:srs.proxy@boardroomlimited.com)in either case, by 3.00 p.m. on 27 April 2024, being 48 hours before the time appointed for holding the Meeting.
5. The instrument appointing a proxy or proxies must be under the hand of the appointor or of 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 duly authorised officer.
6. Where an instrument appointing a proxy 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.
7. 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 1967 of Singapore.

**GENERAL:**

The Company shall be entitled to reject an instrument of proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the instrument of proxy. In addition, in the case of shares entered in the Depository Register, the Company may reject an instrument of proxy if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

**PERSONAL DATA PRIVACY:**

By attending the Annual General Meeting ("AGM") of the Company and/or any adjournment thereof and/or submitting the Proxy Form appointing a proxy(ies) and/or representative(s) to attend and vote at the AGM of the Company and/or any adjournment thereof, a member of the Company (a) 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 and administration by the Company (or its agents or service providers) of proxies and representatives appointed for the AGM of the Company (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM of the Company (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, Catalist Rules, regulations and/or guidelines (collectively, the "Purposes"), and (b) 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 (c) 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.