

AusGroup Limited
 (Company Registration No. 200413014R)
 (Incorporated in The Republic of Singapore)

PROXY FORM

(Please see notes overleaf before completing this form)

A printed copy of this form will NOT be dispatched to shareholders.

IMPORTANT:

Alternative Arrangements for Annual General Meeting

1. The Annual General Meeting is being convened, and will be held, by 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. The Notice of Annual General Meeting will be sent to members by electronic means via publication on SGXNet and the Company's website at <https://www.ausgrouppltd.com/investor-centre/>. Printed copies of the Notice of Annual General Meeting will not be sent to members.
2. Alternative arrangements relating to attendance at the Annual General Meeting via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions in advance of the Annual General Meeting, addressing of substantial and relevant questions and voting by appointing the Chairman of the Meeting as proxy at the Meeting, are set out in the Notice of Annual General Meeting dated 7 October 2020 which may be accessed at SGX website at <https://www.sgx.com/securities/company-announcements> and the Company's website at <https://www.ausgrouppltd.com/investor-centre/>.
3. **A member will not be able to attend the Annual General Meeting in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Annual General Meeting if such member wishes to exercise his/her/its voting rights at the Annual General Meeting.**

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 Annual General Meeting.

I/We,
 of
 being a member/members of AusGroup Limited (the "**Company**"), hereby appoint

the Chairman of the Meeting as my/our* proxy/proxies* to attend, speak and vote for me/us* on my/our* behalf at the Annual General Meeting (the "**Meeting**") of the Company to be convened and held by way of electronic means on Thursday, 22 October 2020 at 10.00 a.m. (Singapore time) and at any adjournment thereof. I/We* direct the Chairman of the Meeting to vote for or against or abstain from voting on the Resolutions proposed at the Meeting as indicated hereunder. If no specific direction as to voting is given, the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

No.	Resolutions	Number of Votes For ⁽¹⁾	Number of Votes Against ⁽¹⁾	Number of Votes Abstain ⁽¹⁾
1	Adoption of the Directors' Statement and Audited Financial Statements for the year ended 30 June 2020 together with the Auditors' Report			
2(a)	Re-election of Mr Wu Yu Liang as a Director of the Company			
2(b)	Re-election of Mr Chew Heng Ching as a Director of the Company			
2(c)	Re-election of Mr Shane Francis Kimpton as a Director of the Company			
2(d)	Re-election of Mr Toh Shi Jie as a Director of the Company			
3	Approval of Directors' fees amounting up to S\$450,000 for the year ending 30 June 2021, to be paid quarterly in arrears			
4	Re-appointment of KPMG LLP as the Auditor of the Company and to authorise the Directors to fix its remuneration			
5	Authority to issue new shares			
6	Authority to issue shares under the AusGroup ESOS			
7	Authority to issue shares under the AusGroup PSP			

⁽¹⁾ If you wish to exercise all your votes "For" or "Against" or "Abstain", please tick within the box provided. Alternatively, please indicate the number of votes as appropriate. If you mark the "Abstain" box for a particular resolution, you are directing your proxy not to vote on that resolution.

Dated this day of 2020

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

.....
 Signature(s) of Shareholder(s) or Common Seal of
 Corporate Shareholder

*Delete where inapplicable

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, Chapter 289), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, 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 entered against your name in the Depository Register and registered in your name in the Register of Members. 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. **A member will not be able to attend the Meeting in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Meeting if such member wishes to exercise his/her/its voting rights at the Meeting.** This Proxy Form is available on SGX website at <https://www.sgx.com/securities/company-announcements> and the Company's website at <https://www.ausgrouppltd.com/investor-centre/>. Where a member (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the Meeting (i.e. by 5.00 p.m. on 12 October 2020) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf by the cut-off date.

"Relevant intermediary" means:

- (a) a banking corporation licensed under the Banking Act, Chapter 19 or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;
 - (b) a person holding a capital markets services licence to provide custodial services under the Securities and Futures Act, Chapter 289 and who holds shares in that capacity; or
 - (c) the Central Provident Fund Board established by the Central Provident Fund Act, Chapter 36, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
3. The Chairman of the Meeting, as proxy, need not be a member of the Company.
 4. The instrument appointing the Chairman of the Meeting as proxy, which can be accessed at SGX website at <https://www.sgx.com/securities/company-announcements> and the Company's website at <https://www.ausgrouppltd.com/investor-centre/>, must be submitted to the Company in the following manner:
 - (a) if electronically, be submitted via the pre-registration website at <https://agm.conveneagm.com/ausgroup>, or by email at gpb@mncsingapore.com; or
 - (b) if submitted by post, be deposited at the Share Registrar's Office of the Company at 112 Robinson Road #05-01 Singapore 068902,in either case, by 10.00 a.m. on 19 October 2020, being 72 hours before the time appointed for holding the Meeting.

A Shareholder who wishes to submit a Proxy Form must first download, complete and sign the Proxy Form, before scanning and sending it electronically via the pre-registration website or by email to the email address provided above or before submitting it by post to the address provided above.

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

5. Where an instrument appointing the Chairman of the Meeting as proxy submitted via the pre-registration website or by email, it must be authorised in the following manner, failing which the instrument may be treated as invalid:
 - a. by way of the affixation of an electronic signature by the appointor or his/her duly authorised attorney or, as the case may be, an officer or duly authorised attorney of a corporation; or
 - b. by way of the appointor or his/her duly authorised attorney or, as the case may be, an officer or duly authorised attorney of a corporation signing the instrument under hand and submitting a scanned copy of the signed instrument via the pre-registration website or by email.

Personal Data Privacy:

By submitting an instrument appointing the Chairman of the Meeting as proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 7 October 2020.

General:

The Company shall be entitled to reject the instrument appointing the Chairman of the Meeting as proxy if it is incomplete, improperly completed or 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 Meeting as proxy (including any related attachment). In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing the Chairman of the Meeting as 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 Meeting, as certified by The Central Depository (Pte) Limited to the Company.