

XMH HOLDINGS LTD.

(Incorporated in the Republic of Singapore)
(Company Registration No. 201010562M)

PROXY FORM

(Please see notes overleaf before
completing this form)

IMPORTANT:

1. Pursuant to Section 181(1C) of the Companies Act 1967 (the "Act"), Relevant Intermediaries may appoint more than two proxies to attend, speak and vote at the Annual General Meeting.
2. For investors who have used their CPF monies to buy shares in the Company ("CPF Investors"), this proxy form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them.
3. CPF investors are requested to contact their respective Agent Banks for any queries they may have with regard to their appointment as proxies or the appointment of their Agent Banks as proxies for the Annual General Meeting.

PERSONAL DATA PRIVACY

By submitting this proxy form, the member of the Company accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 8 August 2022.

I/We* _____ (Name) _____ (NRIC/Passport No./Company Registration No.*)
of _____ (Address)
being a member/members* of XMH HOLDINGS LTD. (the "Company", and together with its subsidiaries, the "Group"), hereby
appoint:

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

*and/or

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

or failing him/her*, the Chairman of the Annual General Meeting of the Company ("AGM") as my/our* proxy/proxies* to attend and vote for me/us* on my/our* behalf at the AGM to be held at 55 Tuas Crescent, #07-01, Singapore 638743 on Friday, 26 August 2022 at 10.00 a.m. and at any adjournment thereof.

I/We* direct my/our* proxy/proxies* to vote for or against the Resolutions proposed at the AGM as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the AGM and at any adjournment thereof, the proxy/proxies* will vote or abstain from voting at his/her* discretion. The Resolutions proposed at the AGM as indicated hereunder will be put to vote at the AGM by way of poll.

(Please indicate your vote "For" or "Against" with a tick [✓] within the box provided.)

No.	Resolutions relating to:	By way of poll		
		For	Against	Abstain
ORDINARY BUSINESSES				
1.	Directors' Statement, Audited Financial Statements and Auditors' Report for the financial year ended 30 April 2022			
2.	Approval of the payment of a final one-tier tax exempt dividend of 0.25 Singapore cent per ordinary share and a special one-tier tax exempt dividend of 0.45 Singapore cent per ordinary share for the financial year ended 30 April 2022			
3.	Approval of Directors' Fees of S\$170,600 for the financial year ended 30 April 2022			
4.	Re-election of Mr. Tan Tin Yeow as a Director retiring under Article 89 of the Company's Constitution			
5.	Re-election of Ms. Tan Guat Lian as a Director retiring under Article 88 of the Company's Constitution			
6.	Re-appointment of Messrs Ernst & Young LLP as Auditors of the Company and to authorise the Directors of the Company to fix their remuneration			
SPECIAL BUSINESSES				
7.	Authority for Directors to allot and issue new shares			
8.	Proposed renewal of the Share Buyback Mandate			

Dated this _____ day of _____ 2022

Signature(s) of Member(s) or,
Common Seal of Corporate Member

* Delete as appropriate

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

IMPORTANT: PLEASE READ NOTES ON THE REVERSE CAREFULLY BEFORE COMPLETING THIS PROXY FORM

NOTES TO PROXY FORM:

1. Please insert the total number of shares in the capital of the Company (“**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 2001 of Singapore), 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 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 will be deemed to relate to all the Shares held by you.
2. This instrument appointing a proxy or proxies must:
 - (a) if sent by post, be lodged at the Registered Office of the Company at 55 Tuas Crescent #07-01 Singapore 638743; or
 - (b) if submitted by email, be received by the Company at xmh@xmh.com.sg;in either case, by 10.00 a.m. on 24 August 2022 (being not less than forty-eight (48) hours before the time appointed for holding the Meeting) (or at any adjournment thereof) and in default the instrument of proxy shall not be treated as valid.
3. This proxy form must be under the hand of the appointor or of his/her/its attorney duly authorised in writing.
 - (a) Where this proxy form is executed by a corporation, it must be executed either under its common seal (or otherwise in accordance with its constitution) or under the hand of an officer or attorney duly authorised.
 - (b) Where this proxy form is executed by an attorney on behalf of the appointor, the letter or the power of attorney or a duly certified true copy thereof must be lodged with this proxy form, failing which the instrument of proxy may be treated as invalid.
4. A corporation which is a member of the Company 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 Act, the person so authorised shall upon production of a copy of such resolution certified by a director of the corporation to be a true copy, be entitled to exercise the powers on behalf of the corporation so represented as the corporation could exercise in person if it was an individual.

General:

The Company shall be entitled to reject this proxy form 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 this proxy form. In addition, in the case of Shares entered in the Depository Register, the Company may reject any proxy form lodged if the member, being the appointor, is not shown to have Shares entered against his/her/its name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the Meeting (or at any adjournment thereof), as certified by The Central Depository (Pte) Limited to the Company.

A Depositor shall not be regarded as a member of the Company entitled to attend the AGM and to speak and vote thereat unless his name appears on the Depository Register 72 hours before the time set for the AGM.

Personal Data Privacy:

By submitting a proxy form, the member of the Company accepts and agrees to the personal data privacy terms as set out in the Notice of AGM dated 8 August 2022.