

NEW SILKROUTES GROUP LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 199400571K)
(the “Company”)

IMPORTANT NOTICE TO SHAREHOLDERS REGARDING THE COMPANY’S ANNUAL GENERAL MEETING ON 30 OCTOBER 2020

- (1) **NO DESPATCH OF PRINTED COPIES OF ANNUAL REPORT, NOTICE OF ANNUAL GENERAL MEETING AND PROXY FORM**
- (2) **NO ATTENDANCE AT ANNUAL GENERAL MEETING**
- (3) **ALTERNATIVE ARRANGEMENTS TO PARTICIPATE AT ANNUAL GENERAL MEETING**

1. INTRODUCTION

The board of directors (the “**Board**”) of the Company (and together with its subsidiaries, the “**Group**”) refers to:

- (a) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020, which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means;
- (b) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Relevant Order**”), which was gazetted on 13 April 2020 and is deemed to have come into operation on 27 March 2020, which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies; and
- (c) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) (Amendment No. 3) Order 2020, which extended the application of alternative arrangements in respect of, *inter alia*, general meetings of companies in the Relevant Order up to 30 June 2021.

2. DATE OF ANNUAL GENERAL MEETING

The Directors wish to inform Shareholders that the Company has today issued the Notice of Annual General Meeting (“**AGM**”) dated 15 October 2020 (“**Notice of AGM**”). The AGM will be held by way of electronic means on 30 October 2020 at 10.00 a.m..

3. NO DESPATCH OF PRINTED COPIES OF ANNUAL REPORT, NOTICE OF AGM AND PROXY FORM

In line with the provisions under the Relevant Order, no printed copies of the Annual Report for the financial year ended 30 June 2020 (“**Annual Report 2020**”), the Notice of AGM and the proxy form in respect of the AGM will be despatched to Shareholders.

Copies of the Annual Report 2020, the Notice of AGM and the proxy form have been uploaded on SGXNet and are now also available on the Company’s website at the URL <http://www.newsilkroutes.org/index.php/annual-report/> and under “under “Important Notice to Shareholders Regarding the Company’s Annual General Meeting on 30 October 2020” at the URL <http://www.newsilkroutes.org/index.php/latest-newsannouncements/>.

A Shareholder will need an internet browser and PDF reader to view these documents on SGXNet and the Company's website.

Shareholders are advised to read the Notice of AGM carefully in order to decide whether they should vote in favour of or against the resolutions, or to abstain from voting on the resolutions, to be tabled at the AGM.

4. NO ATTENDANCE AT AGM

Due to the COVID-19 outbreak in Singapore, Shareholders will not be allowed to physically attend the AGM. Instead, alternative arrangements have been put in place to allow Shareholders to participate at the AGM by (a) watching the AGM proceedings via "live" webcast or listening to the AGM proceedings via "live" audio feed, (b) submitting questions in advance of the AGM, and/or (c) voting by proxy at the AGM. Please see paragraph 5 below for these alternative arrangements.

5. ALTERNATIVE ARRANGEMENTS

The following are the alternative arrangements which have been put in place for the AGM:

(a) "Live" webcast and "live" audio feed

The Company's Chairman, Dr Goh Jin Hian, will conduct the proceedings of the AGM by way of electronic means. Shareholders will be able to watch these proceedings through a "live" webcast via their mobile phones, tablets or computers or listen to these proceedings through a "live" audio feed. In order to do so, Shareholders must follow these steps:

- Shareholders who wish to watch the "live" webcast or listen to the "live" audio feed must pre-register by 10.00 a.m. on 27 October 2020, at the URL <https://globalmeeting.bigbangdesign.co/newsilkroutes/>.

Following the authentication of the Shareholders' status as shareholders, authenticated Shareholders will receive email instructions on how to access the webcast and audio feed of the AGM proceedings by 10.00 a.m. on 29 October 2020. Registrants who have received the email instructions must not forward the email instructions to other persons who are not shareholders or who are not entitled to attend the AGM. This is to avoid any technical disruption or overload to the "live" webcast or "live" audio feed.

- Shareholders who do not receive an email by 10.00 a.m. on 29 October 2020, but who have registered by the deadline of 10.00 a.m. on 27 October 2020, should contact the Company's share registrar, B.A.C.S. Private Limited, at main@zicoholdings.com or +65 6593 4848.

(b) Submission of questions in advance

Shareholders may also submit questions related to the resolutions to be tabled for approval at the AGM:

- All questions must be submitted by 10.00 a.m. on 27 October 2020:
 - via the pre-registration website at the URL <https://globalmeeting.bigbangdesign.co/newsilkroutes/>;
 - in hard copy by sending personally or by post and lodging the same at the registered office of the Company at 456 Alexandra Road, #19-02, Fragrance Empire Building, Singapore 119962; or
 - by email to jpr@newsilkroutes.org.

In view of the COVID-19 situation, Shareholders are strongly encouraged to submit questions electronically via the pre-registration website or email.

- Shareholders will need to identify themselves when posing questions by email or by mail by providing the following details:
 - the Shareholder’s full name as it appears on his/her/its CDP/CPF/SRS share records;
 - the Shareholder’s NRIC/Passport/UEN number;
 - the Shareholder’s contact number and email address; and
 - the manner in which the Shareholder holds his/her/its Shares in the Company (e.g. via CDP, CPF or SRS).

Please note that the Company will not be able to answer questions from persons who provide insufficient details to enable the Company to verify his/her/its shareholder status.

- The Company will address substantial and relevant questions relating to the resolutions to be tabled for approval at the AGM as received from Shareholders either before or during the AGM.
- Please note that Shareholders will not be able to ask questions at the AGM during the “live” webcast and the “live” audio feed, and therefore it is important for Shareholders to submit their questions in advance of the AGM.

(c) *Proxy voting*

Shareholders will not be able to vote online on the resolutions to be tabled for approval at the AGM. Instead, if Shareholders (whether individual or corporate) wish to exercise their votes, they must submit a proxy form to appoint the Chairman of the AGM to vote on their behalf:

- Shareholders (whether individual or corporate) appointing the Chairman of the AGM as proxy must give specific instructions as to his manner of voting, or abstentions from voting, in the proxy form, failing which the appointment will be treated as invalid.
- The proxy form can be submitted to the Company in hard copy form or by email:
 - in hard copy and sent personally or by post, the proxy form must be deposited at the registered office of the Company’s share registrar, B.A.C.S. Private Limited at 8 Robinson Road, #03-00 ASO Building, Singapore 048544; or
 - if by email, the proxy form must be received by the Company’s share registrar, B.A.C.S. Private Limited at main@zicoholdings.com,

in either case, not less than 48 hours before the time for holding the AGM, and in default the instrument of proxy shall not be treated as valid.

In view of the COVID-19 situation, Shareholders are strongly encouraged to submit completed proxy forms electronically via email.

- Persons who hold their Shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 of Singapore (including CPF and/or SRS investors) and who wish to participate in the AGM (“**Relevant Intermediary Participants**”) by (a) observing and/or listening to the AGM proceedings via the “live” webcast or the “live” audio feed in the manner provided in paragraph 5(a) above; (b) submitting questions in advance of the AGM in the manner provided in paragraph 5(b) above; and/or (c) appointing the Chairman of the AGM as proxy to attend, speak and vote on their behalf at the AGM, should contact the relevant intermediary (which would include, in the case of CPF and/or SRS investors, their

respective CPF Agent Banks and/or SRS Operators) through which they hold such shares as soon as possible in order to facilitate the necessary arrangements for them to participate in the AGM. CPF and/or SRS investors who wish to appoint the Chairman of the AGM as proxy should approach their respective CPF Agent Banks and/or SRS Operators to submit their votes by 10.00 a.m. on 20 October 2020 in order to allow sufficient time for their relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the AGM to vote on their behalf not less than 48 hours before the time for holding the AGM.

Important reminder: The Company would like to remind Shareholders that, with the constantly evolving COVID-19 situation, the situation is fluid and the Company may be required to change its AGM arrangements at short notice. Shareholders should check SGXNet for updates on the AGM.

The Company would like to thank all Shareholders for their patience and co-operation in enabling the Company to hold its AGM with the optimum safe distancing measures amidst the current COVID-19 pandemic.

BY ORDER OF THE BOARD

Ong Beng Hong
Company Secretary

15 October 2020

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Seventh Annual General Meeting of **NEW SILKROUTES GROUP LIMITED** (the “**Company**”) will be held by way of electronic means on **Friday, 30 October 2020** at **10.00 a.m.** for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and the Audited Financial Statements of the Company for the financial year ended 30 June 2020 together with the Auditors’ Report thereon. **(Resolution 1)**

2. To re-elect the following Directors retiring pursuant to Article 91 and Article 97 of the Company’s Constitution:

Dr Goh Jin Hian	(retiring under Article 91)	(Resolution 2)
Mr Shen Yuyun	(retiring under Article 97)	(Resolution 3)
Mr Chua Siong Kiat	(retiring under Article 97)	(Resolution 4)
Mr Darrell Lim Chee Lek	(retiring under Article 97)	(Resolution 5)

Dr Goh Jin Hian will, upon re-election as Director of the Company, remain as the Non-Independent Non-Executive Chairman, and will be considered non-independent.

Mr Shen Yuyun will, upon re-election as Director of the Company, remain as an Executive Director.

Mr Chua Siong Kiat will, upon re-election as Director of the Company, remain as an Independent Non-Executive Director and the chairman of the Audit and Risk Committee and a member of the Remuneration Committee, and will be considered independent.

Mr Darrell Lim Chee Lek will, upon re-election as Director of the Company, remain as an Independent Non-Executive Director, the Lead Independent Director and the chairman of the Remuneration Committee, a member of the Audit and Risk Committee and a member of the Nominating Committee.

3. To approve the payment of Directors’ fees of S\$267,000 to the independent and/or non-executive Directors of the Company for the financial year ending 30 June 2021 to be paid quarterly in arrears. **(Resolution 6)**
4. To appoint Crowe Horwath First Trust LLP as the Auditors of the Company in place of the retiring Auditors, Deloitte & Touche LLP, to hold office until the conclusion of the next annual general meeting and to authorise the Directors to fix their remuneration. **(Resolution 7)**

[See Explanatory Note (i)]

5. To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

By Order of the Board

Ong Beng Hong
Company Secretary

Singapore, 15 October 2020

NOTICE OF ANNUAL GENERAL MEETING

Explanatory Note:

- (i) Ordinary Resolution 7 proposed in item 4 above is to approve the appointment of Crowe Horwath First Trust LLP ("**Crowe**") as Auditors of the Company in place of the retiring Auditors, Deloitte & Touche LLP ("**Deloitte**"), and to authorise the Directors to fix their remuneration.

The Company has received the notice of nomination from a shareholder, Dr Foong Siew Hong, dated 8 October 2020 on the appointment of Crowe in place of the retiring Auditors, Deloitte. Deloitte has served as the External Auditors of the Company and its subsidiaries (the "**Group**") since 31 October 2018.

As part of the ongoing efforts of the Company to manage its overall business costs and expenses in view of the current economic situation while the Company is in the midst of evaluating growth initiatives and implementing new investment parameters, the Audit and Risk Committee ("**ARC**") and the Board are of the view that it would be appropriate and timely to effect a change of the auditors of the Company. The change of Auditors would result in a substantial reduction in audit fees for the financial year ended 30 June 2021. The quality of the audit services to be provided by Crowe is expected to be comparable to that currently provided by Deloitte and the reduction in cost is not expected to affect the quality of the audit. There will be no change in the scope of the audit to be undertaken by Crowe. The ARC has also considered the Audit Quality Indicators listed in the Audit Quality Indicators Disclosure Framework issued by the Accounting and Corporate Regulatory Authority of Singapore ("**ACRA**") in assessing the suitability of Crowe as the Company's new Auditors. Upon recommendation from the ARC and after due deliberation, the Board is of the view that it would be in the best interests of the Company to effect a change of Auditors with effect from the financial year ending 30 June 2021. Accordingly, Deloitte will not be seeking re-appointment at the forthcoming Annual General Meeting of the Company.

Crowe is one of the leading mid-tier public accounting and consulting firms in Singapore that provides audit, advisory, tax, outsourcing and fund administration solutions to a diverse and international clientele including public-listed entities, multinational corporations and financial institutions. Crowe was awarded the 2018 Growth Award (Open Category) and the 2016 Best Practice Award (Large Practice Category) by the Institute of Singapore Chartered Accountants. It provides external and internal audit, tax and accounting services to many public-listed corporations in Singapore, and has acted as the reporting accountant in various initial public offerings in Singapore. Crowe's clients in Singapore include public-listed entities, enterprises and statutory boards, which span across a broad range of industries such as manufacturing, trading and distribution, financial markets, telecommunications, healthcare, shipping, waste management, leisure, education, information technology, food and beverage and logistics amongst others. Crowe and the audit engagement partner have experience auditing listed and private companies in similar business activities as the Company in Singapore and various countries including China. Some of Crowe's existing clients listed on the SGX-ST are CWX Global Limited, KTL Global Limited and Star Pharmaceutical Limited.

Crowe is also a member of Crowe Global, the fifth largest accounting network in Asia-Pacific with over 200 independent accounting and advisory services firms in close to 130 countries around the world. As a network firm of Crowe Global, Crowe is committed to providing impeccable quality and highly integrated service delivery with the full support of Crowe Global Methodology, technical resources and knowledge databases. More information about Crowe, its values and its services can be found on Crowe's website at <https://www.crowe.com/sg>.

The audit, engagement partner, Mr Alfred Cheong Keng Chuan, will be responsible for statutory audit services of the Company and its subsidiaries. Mr Cheong has more than 20 years of experience in audit and assurance services and is a practising member of the Institute of Singapore Chartered Accountants and a public accountant registered with ACRA. The audit engagement team will be led by Mr Cheong, assisted by an engagement manager and other team members. There will also be an Engagement Quality Control Review Partner, who is an experienced partner to ensure that the engagement team provides independent and objective viewpoints on the audit.

The ARC has enquired on whether the audit engagement partner has been subject to the Practice Monitoring Programme review by ACRA. In this regard, the ARC has noted that the audit engagement partner has passed his latest Practice Monitoring Programme review by ACRA.

The Board, with the concurrence of the ARC, is satisfied that Crowe will be able to meet the audit requirements of the Group after having considered factors such as the adequacy of the resources and experience of Crowe and the audit engagement partner assigned to the audit, Crowe's other audit engagements, the size and complexity of the Group, and the number and experience of supervisory and professional staff who will be assigned to the Group's audit. Crowe has given their consent to be appointed as the Auditors, subject to the approval of the shareholders at the Annual General Meeting.

Assuming that Ordinary Resolution 7 is approved by the shareholders, Crowe will be appointed as the auditor of the Company's Singapore-incorporated subsidiaries and significant associated companies. Pursuant to Rule 715(2) of the Listing Manual, the Company must engage a suitable auditing firm for its significant foreign-incorporated subsidiaries and associated companies. Crowe will perform work on significant foreign-incorporated subsidiaries and associated companies, including engaging the relevant team located in the specific jurisdiction with the respective local domain knowledge to audit these entities.

The Directors wish to express their appreciation for the services rendered by Deloitte in the past. The appointment of Crowe as Auditors in place of Deloitte will take effect subject to the approval of the same by the shareholders at the Annual General Meeting.

NOTICE OF ANNUAL GENERAL MEETING

In accordance with Rule 1203(5) of the Listing Manual of the SGX-ST:

- (a) the outgoing Auditors, Deloitte have given their professional clearance to Crowe and confirmed that they are not aware of any professional reasons why the new Auditors, Crowe, should not accept appointment as Auditors of the Company;
- (b) the Directors confirm that there were no disagreements with Deloitte on accounting treatments within the last 12 months;
- (c) the Directors confirm that they are not aware of any circumstances connected with the proposed change of Auditors that should be brought to the attention of shareholders of the Company;
- (d) the specific reasons for the proposed change of Auditors has been disclosed above. The proposed change of Auditors is neither due to the resignation of Deloitte as Auditors of the Company, nor due to Deloitte declining to stand for re-appointment nor due to the dismissal of Deloitte as Auditors of the Company; and
- (e) the Directors confirm that the Company has complied with Rule 712 and Rule 715 of the Listing Manual of the SGX-ST in relation to the proposed appointment of Crowe.

Notes:

- (1) Alternative arrangements relating to, among others, attendance, submission of questions in advance and/or voting by proxy at the Annual General Meeting are set out in the Company's announcement dated 15 October 2020 entitled "Important Notice to Shareholders Regarding the Company's Annual General Meeting on 30 October 2020" which has been uploaded together with this Notice on SGXNet on the same day. The announcement may also be accessed at the URL <http://www.newsilkroutes.org/index.php/latest-newsannouncements/>.

In particular, the Annual General Meeting will be held by way of electronic means and a member will be able to watch the proceedings of the Annual General Meeting through a "live" webcast via his/her/its mobile phones, tablets or computers or listen to these proceedings through a "live" audio feed via telephone. In order to do so, a member who wishes to watch the "live" webcast or listen to the "live" audio feed must pre-register by 10.00 a.m. on 27 October 2020, at the URL <https://globalmeeting.bigbangdesign.co/newsilkroutes/>. Following authentication of his/her/its status as members, authenticated members will receive email instructions on how to access the webcast and audio feed of the proceedings of the Annual General Meeting by 29 October 2020. Members who have received the email instructions must not forward the email instructions to other persons who are not members or who are not entitled to attend the Annual General Meeting. This is to avoid any technical disruption or overload to the "live" webcast or "live" audio feed.

A member may also submit questions related to the resolutions to be tabled for approval at the Annual General Meeting. To do so, all questions must be submitted by 10.00 a.m. on 27 October 2020:

- (a) via the pre-registration website at the URL <https://globalmeeting.bigbangdesign.co/newsilkroutes/>;
- (b) in hard copy by sending personally or by post and lodging the same at the registered office of the Company at 456 Alexandra Road, #19-02 Fragrance Empire Building, Singapore 119962; or
- (c) by email to ipr@newsilkroutes.org.

Members will need to identify themselves when posing questions by email or by mail by providing the following details:

- (a) the member's full name as it appears on his/her/its CDP/CPF/SRS share records;
- (b) the member's NRIC/Passport/UEN number;
- (c) the member's contact number and email address; and
- (d) the manner in which the member holds his/her/its shares in the Company (e.g. via CDP, CPF or SRS).

The Company will not be able to answer questions from persons who provide insufficient details to enable the Company to verify his/her/its shareholder status.

The Company will address substantial and relevant questions relating to the resolutions to be tabled for approval at the Annual General Meeting as received from members either before or during the Annual General Meeting.

Please note that members will not be able to ask questions at the Annual General Meeting "live" during the webcast and the audio feed, and therefore it is important for members to submit their questions in advance of the Annual General Meeting.

NOTICE OF ANNUAL GENERAL MEETING

- (2) **A member will not be able to attend the Annual General Meeting in person. If a member (whether individual or corporate) wishes to exercise his/her/its voting rights at the Annual General Meeting, he/she/it must appoint the Chairman of the Annual General Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Annual General Meeting.** In appointing the Chairman of the Annual General Meeting as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid. The accompanying proxy form for the Annual General Meeting may be accessed at the Company's website at the URL <http://www.newsilkroutes.org/index.php/latest-newsannouncements/> under "Important Notice to Shareholders Regarding the Company's Annual General Meeting on 30 October 2020" and has also been made available on SGXNet.
- (3) The Chairman of the Annual General Meeting, as proxy, need not be a member of the Company. The instrument appointing the Chairman of the Annual General Meeting as proxy, together with the power of attorney or other authority under which it is signed (if applicable) or a notarially certified copy thereof, must:
- (a) if sent personally or by post, be deposited at the office of the Company's share registrar, **B.A.C.S. Private Limited at 8 Robinson Road, #03-00 ASO Building, Singapore 048544**; or
 - (b) if submitted by email, be received by the Company's share registrar, **B.A.C.S. Private Limited** at main@zicoholdings.com,

in either case, not less than 48 hours before the time for holding the Annual General Meeting, and in default the instrument of proxy shall not be treated as valid.

A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

In view of the COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.

- (4) The instrument appointing the Chairman of the Annual General Meeting as proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing the Chairman of the Annual General Meeting as proxy 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.
- (5) In the case of a member whose shares are entered against his/her name in the Depository Register, the Company may reject any instrument appointing the Chairman of the Annual General Meeting as proxy lodged if such member, being the appointor, is not shown to have shares entered against his/her name in the Depository Register as at 72 hours before the time appointed for holding the Annual General Meeting, as certified by The Central Depository (Pte) Limited to the Company.
- (6) Persons who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act, Chapter 50 of Singapore), including CPF and SRS investors, and who wish to participate in the Annual General Meeting ("**Relevant Intermediary Participants**") by (a) observing and/or listening to the Annual General Meeting proceedings via the "live" webcast or the "live" audio feed in the manner provided in Note 1 above; (b) submitting questions in advance of the Annual General Meeting in the manner provided in Note 1 above; and/or (c) appointing the Chairman of the Annual General Meeting as proxy to attend, speak and vote on their behalf at the Annual General Meeting, should contact the relevant intermediary (which would include, in the case of CPF and SRS investors, their respective CPF Agent Banks and SRS Operators) through which they hold such shares as soon as possible in order to facilitate the necessary arrangements for them to participate in the Annual General Meeting. CPF or SRS investors who wish to appoint the Chairman of the Annual General Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 10.00 a.m. on 20 October 2020.
- (7) The Annual Report for the financial year ended 30 June 2020 may be accessed at the Company's website at the URL <http://www.newsilkroutes.org/index.php/annual-report/>. The Annual Report has also been made available on SGXNet.

Personal Data Privacy:

By pre-registering for the "live" webcast, submitting an instrument appointing the Chairman of the Annual General Meeting as proxy to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, or submitting any details of Relevant Intermediary Participants in connection with the Annual General Meeting, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof), the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), the publication of the names and comments of the members at the Annual General Meeting and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) 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), 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) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) 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.

NEW SILKROUTES GROUP LIMITED
 (Company Registration No. 199400571K)
 (Incorporated in The Republic of Singapore)

PROXY FORM
ANNUAL GENERAL MEETING
 (Please see notes overleaf before completing this Form)

A printed copy of this form will NOT be despatched to members.

IMPORTANT:

- Alternative arrangements relating to, among others, attendance, submission of questions in advance and/or voting by proxy at the Annual General Meeting are set out in the Company's announcement dated 15 October 2020 entitled "Important Notice to Shareholders Regarding the Company's Annual General Meeting on 30 October 2020" which has been uploaded together with the Notice of Annual General Meeting dated 15 October 2020 on SGXNet on the same day. The announcement may also be accessed at the URL <http://www.newsilkroutes.org/index.php/latest-newsannouncements/>.
- A member will not be able to attend the Annual General Meeting in person. If a member (individual or corporate) wishes to exercise his/her/its voting rights at the Annual General Meeting, he/she/it must appoint the Chairman of the Annual General Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Annual General Meeting. In appointing the Chairman as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid.
- 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 CPF/SRS investors who hold ordinary shares through their CPF/SRS funds. CPF/SRS investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 10.00 a.m. on 20 October 2020.

I/We, _____ (Name),

NRIC/Passport (delete as appropriate) Number: _____

of _____ (Address)

being a member/members of **NEW SILKROUTES GROUP LIMITED** (the "**Company**"), hereby appoint the Chairman of the Annual General Meeting (the "**Meeting**") as my/our proxy to attend and to vote for me/us on my/our behalf at the Meeting of the Company to be held by way of electronic means on Friday, 30 October 2020 at 10.00 a.m. and at any adjournment thereof.

I/We direct the Chairman of the Meeting as my/our proxy to vote for, against and/or abstain from voting on the Resolutions proposed at the Meeting as indicated hereunder.

No.	Resolutions relating to:	For*	Against*	Abstain*
1	Directors' Statement and Audited Financial Statements for the financial year ended 30 June 2020			
2	Re-election of Dr Goh Jin Hian as a Director			
3	Re-election of Mr Shen Yuyun as a Director			
4	Re-election of Mr Chua Siong Kiat as a Director			
5	Re-election of Mr Darrell Lim Chee Lek as a Director			
6	Approval of Directors' fees amounting to S\$267,000 for the financial year ending 30 June 2021			
7	Appointment of Crowe Horwath First Trust LLP as Auditors in place of Deloitte & Touche LLP			

* If you wish to exercise all your votes "For" or "Against" the Resolution or to abstain from voting on the Resolution in respect of all your votes, please indicate your vote "For" or "Against" or "Abstain" with "X" within the box provided. Alternatively, if you wish to exercise some and not all of your votes both "For" and "Against" the relevant Resolution and/or to abstain from voting in respect of the relevant Resolution, please indicate the number of votes as appropriate.

Dated this _____ day of _____ 2020

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

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

IMPORTANT: PLEASE READ NOTES ON THE REVERSE.

Notes:

1. A member will not be able to attend the Annual General Meeting in person. If a member (individual or corporate) wishes to exercise his/her/its voting rights at the Annual General Meeting, he/she/it must appoint the Chairman of the Annual General Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Annual General Meeting. In appointing the Chairman of the Annual General Meeting as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid.
2. The Chairman of the Annual General Meeting, as proxy, need not be a member of the Company.
3. Please insert the total number of ordinary shares held by you. If you have ordinary shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act, Chapter 289 of Singapore), you should insert that number of ordinary shares. If you have ordinary shares registered in your name in the Register of Members, you should insert that number of ordinary shares. If you have ordinary shares entered against your name in the Depository Register and ordinary shares registered in your name in the Register of Members, you should insert the aggregate number of ordinary 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 Proxy Form shall be deemed to relate to all the ordinary shares held by you.
4. The instrument appointing the Chairman of the Annual General Meeting as proxy must
 - (a) if sent personally or by post, be deposited at the office of the Company's share registrar, **B.A.C.S. Private Limited at 8 Robinson Road, #03-00 ASO Building, Singapore 048544**; or
 - (b) if submitted by email, be received by the Company's share registrar, **B.A.C.S. Private Limited** at main@zicoholdings.com,

in either case, not less than 48 hours before the time set for the Annual General Meeting, and in default the instrument of proxy shall not be treated as valid.

A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

In view of the COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.

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5. If sent personally or by post, the instrument appointing the Chairman of the Annual General Meeting as proxy of an individual must be under the hand of the appointor or of his attorney duly authorised in writing and the instrument appointing the Chairman of the Annual General Meeting as proxy of a corporation must be executed either under its common seal or under the hand of its attorney or a duly authorised officer.

Where an instrument appointing the Chairman of the Annual General Meeting as proxy is submitted by email, it must be authorised in the following manner:

- (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 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 by email.
6. Where an instrument appointing the Chairman of the Annual General Meeting as proxy is signed or, as the case may be, authorised 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.

General:

The Company shall be entitled to reject the Proxy Form 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 Proxy Form (including any related attachment) (such as in the case where the appointor submits more than one instrument appointing the Chairman of the Annual General Meeting as proxy). In addition, in the case of ordinary 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 ordinary shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the Annual General Meeting, as certified by The Central Depository (Pte) Limited to the Company.

Personal Data Protection:

By attending the Annual General Meeting and/or any adjournment thereof or 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.

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AFFIX
STAMP

NEW SILKROUTES GROUP LIMITED

c/o B.A.C.S. Private Limited
8 Robinson Road
#03-00 ASO Building
Singapore 048544