

MEMORIES GROUP LIMITED

Company Registration No. 201201631D
(Incorporated in the Republic of Singapore)

PROXY FORM ANNUAL GENERAL MEETING

IMPORTANT:

1. The annual general meeting of the Company (the "AGM") is being convened, and will be held, by way of 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.
2. **To minimise physical interactions and COVID-19 transmission risks, a member will not be able to attend the AGM in person.** A member (whether individual or corporate and including a Relevant Intermediary*) must appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM.
3. This Proxy Form is not valid for use by CPF investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
4. CPF or SRS investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the AGM in order to allow sufficient time for their respective CPF Agent Banks or SRS Operators to in turn submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf by the cut-off date.
5. For investors who have used their CPF monies to buy Memories Group Limited's shares, this Proxy Form is forwarded to them at the request of the CPF Approved Nominees and is sent solely FOR INFORMATION ONLY.

PERSONAL DATA PRIVACY

6. By submitting an instrument appointing the Chairman of the AGM as his/her/its proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 12 January 2021.

I/We, _____ (Name) _____ (NRIC/Passport No.)

of _____ (Address)

being a *member/members of MEMORIES GROUP LIMITED (the "Company"), hereby appoint the Chairman of the Meeting as *my/our proxy to vote on *my/our behalf at the annual general meeting of the Company (the "AGM") to be held by way of electronic means on 28 January 2021 at 10.00 a.m., and at any adjournment thereof in the following manner as specified below. 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 appointment of the Chairman of the Meeting as *my/our proxy will be treated as invalid.

NOTE: Voting on all resolutions will be conducted by poll. If you wish to exercise 100% of your votes **For** or **Against** a resolution, please tick with "✓" in the corresponding box against that resolution. If you wish to **Abstain** from voting on a resolution, please tick with "✓" in the corresponding box against that resolution. If you wish to split your votes, please indicate the number of votes **For** and/or **Against** and/or **Abstain** in the corresponding box against that resolution. In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the Meeting as your proxy for that resolution will be treated as invalid.

No.	Resolutions	For	Against	Abstain
A	ORDINARY RESOLUTIONS			
1	Adoption of Directors' Statement and Audited Financial Statements for the financial year period from 1 April 2019 to 30 September 2020 and the Independent Auditor's Report			
2	Approval of Directors' fees for the 6-month period from 1 April 2020 to 30 September 2020			
3	Approval of Directors' fees for the financial year ending 30 September 2021, payable quarterly in arrears			
4	Re-election of Mr. Basil Chan as a Director of the Company			
5	Re-election of Mr. Tun Tun as a Director of the Company			
6	Re-appointment of Nexia TS Public Accounting Corporation as Independent Auditor of the Company and to authorise the Directors to fix their remuneration			
B	SPECIAL BUSINESS			
7	Authority to issue and allot shares pursuant to the share issue mandate			
8	Renewal of the Shareholders' Mandate for Interested Persons Transactions			
9	Authority to issue and allot shares pursuant to the Memories PSP			

* Delete accordingly.

Dated this _____ day of _____ 2021

Signature(s) of Member(s)/Common Seal

Total Number of Shares held in :	Number of Shares
CDP Register	
Register of Members	

IMPORTANT: PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS PROXY FORM

NOTES:

- 1 Please insert the total number of shares held by you. If you have entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act, (Cap 289), you should insert that number of shares. If you have shares registered in the Register of Members (maintained by or on behalf 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. If no number is inserted, this form of proxy will be deemed to relate to all shares held by you.
- 2 To minimise physical interactions and COVID-19 transmission risks, a member of the Company will not be able to attend the AGM in person. A member of the Company (whether individual or corporate and including a Relevant Intermediary*) must appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM.

In appointing the Chairman of the Meeting as proxy, a member of the Company (whether individual or corporate and including a Relevant Intermediary*) 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.

* "Relevant Intermediary" has the meaning ascribed to it in Section 181 of the Companies Act (Cap 50) of Singapore.

CPF or SRS investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the AGM (i.e. by 10.00 am. on 18 January 2021) in order to allow sufficient time for their respective CPF Agent Banks or SRS Operators to in turn submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf by the cut-off date.
- 3 The Chairman of the Meeting, as proxy, need not be a member of the Company.
- 4 This form of proxy must be signed by the appointor or his attorney duly authorized in writing. Where the form of proxy is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorized officer. The power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority shall be lodged with the form of proxy, failing which, the person so named shall not be entitled to vote in respect thereof.
- 5 This form of proxy must be submitted to the Company not less than forty-eight (48) hours before the time set for the AGM (i.e. by 10.00 a.m. on 26 January 2021) in the following manner:
 - (a) if submitted by post, be lodged at the office of the Company at 63 Mohamed Sultan Road, #02-14 Sultan-Link, Singapore 239002; or
 - (b) if submitted electronically, be submitted via (i) the Company's pre-registration website at URL <https://online.meetings.vision/memories-agm-registration> (ii) by email to the Company at the info@memoriesgroup.com.
- 6 **In view of the current Covid-19 situation, members are strongly encouraged to submit completed proxy forms electronically.**
- 7 The Company shall be entitled to reject the form of proxy 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 the form of proxy (including any related attachment). In addition, in the case of shares entered in the Depository Register, the Company may reject any form of proxy lodged if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at seventy-two (72) hours before the time set for holding the AGM, as certified by the Central Depository (Pte) Limited to the Company.

Fold along dotted lines

Affix
Postage
Stamp

The Company Secretary
Memories Group Limited
63 Mohamed Sultan Road
#02-14 Sultan-Link
Singapore 079120

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