

KARIN TECHNOLOGY HOLDINGS LIMITED

(Incorporated in Bermuda)

(Company Registration Number 32514)

PROXY FORM

Important notes:

1. For investors who have used their CPF monies and/or SRS monies to buy the Company's shares, 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.
2. A CPF and/or SRS investor who wish to vote should approach his/her respective CPF Agent Bank or SRS Operator by 10.00 a.m. on 21 October 2024, at least 7 working days before the AGM.
3. By submitting this proxy form, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 15 October 2024.

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

of _____ (Address)

being *a member/members of **KARIN TECHNOLOGY HOLDINGS LIMITED** (the "Company"), hereby appoint:

**Name	Address	E-mail address ⁽¹⁾	NRIC/ Passport No.	Proportion of shareholdings to be represented by proxy (%)

and/or

**Name	Address	E-mail address ⁽¹⁾	NRIC/ Passport No.	Proportion of shareholdings to be represented by proxy (%)

*or failing the person, or either both of the persons referred to above, the Chairman of the Annual General Meeting ("AGM") as my/our proxy/proxies to attend, speak and to vote for *me/us on *my/our behalf at the AGM of the Company to be held at Empress Ballroom 3, Level 2, Carlton Hotel Singapore, 76 Bras Basah Road, Singapore 189558 on Wednesday, 30 October 2024 at 10.00 a.m. and at any adjournment thereof.

I/We* direct my/our* proxy/proxies to vote for or against or abstain from voting on the Ordinary Resolutions to be proposed at the AGM as indicated hereunder. If no specific direction as to voting is given, this Proxy Form shall be disregarded and the *proxy/proxies shall abstain from voting on any matter arising at the AGM and at any adjournment thereof.

The Ordinary Resolutions put to the vote at the AGM shall be decided by way of poll.

No.	Ordinary Resolutions	For#	Against#	Abstain#
1.	To receive and adopt the Audited Financial Statements of the Company for the financial year ended 30 June 2024, Directors' Statement and the Auditor's Report thereon.			
2.	To approve a final dividend.			
3.	To approve Directors' Fees for the financial year ended 30 June 2024.			
4.	To re-elect Ms. Yan Yuk Ping, Juni as a Director.			
5.	To re-elect Mr. Ng Yuk Wing, Philip as a Director.			
6.	To appoint Messrs Ernst & Young LLP, Singapore as auditors and to authorise the Directors to fix their remuneration.			

No.	Ordinary Resolutions	For [#]	Against [#]	Abstain [#]
7.	Authority to allot and issue shares			
8.	Authority to allot and issue Shares under the Karin Performance Share Plan.			
9.	Proposed renewal of the Share Buyback Mandate			
10.	Proposed adoption of the 2024 Karin Employee Share Option Scheme.			
11.	Proposed Grant of Options at a Discount under the 2024 ESOS.			

⁽¹⁾ Compulsory for registration purposes.

#If you wish for your proxy to cast all your votes "For" or "Against" a resolution, please indicate (X) or (√) within the "For" or "Against" box provided in respect of that resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box provided in respect of the resolution. If you wish for your proxy to abstain from voting on the resolution, please indicate (X) or (√) within the "Abstain" box provided in respect of the resolution. Alternatively, please indicate the number of votes that your proxy is directed to abstain from voting in the "Abstain" box provided in respect of the resolution.

*Delete accordingly.

Signed this _____ day of _____ 2024

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

*Signature(s) of member(s) or common seal of corporate shareholder

IMPORTANT: PLEASE READ THE NOTES OVERLEAF

****delete as appropriate***

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, Cap. 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. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by you.
2. The instrument appointing a proxy must be signed and send:
 - (a) By electronic AGM Website at <https://conveneagm.com/hk/karinagm2024> ; or
 - (b) if submitted by post, be lodged with the Company's Share Registrar, Tricor Barbinder Share Registration Services (a division of Tricor Singapore Pte. Ltd.), at 9 Raffles Place, #26-01 Republic Plaza, Singapore 048619; or
 - (c) Email to the Company's Share Registrar at SG.IS.KARINproxy@sg.tricorglobal.com.in either case, by no later than 10.00 a.m. on 27 October 2024, being seventy-two (72) hours before the time fixed for the AGM.
3. A member who is a Relevant Intermediary* is entitled to attend, speak and vote at the AGM and is entitled to appoint more than two (2) proxies to attend, speak and vote, but each proxy must be appointed to exercise the rights attached to a different share or shares held by each member. Where such member appoints more than two (2) proxies, the appointments shall be invalid unless the member specifies the number of shares in relation to which each proxy has been appointed.
4. A proxy need not be a member of the Company. Where a member who is not a Relevant Intermediary* appoints more than one (1) proxy, he/she should specify the proportion of his/her shareholding (expressed as a percentage of the whole) to be represented by each proxy. If no percentage is specified, the first named proxy shall be treated as representing 100 per cent. of the shareholding and the second named proxy shall be deemed to be an alternate to the first named.
5. The Chairman of the meeting, as proxy, need not be a member of the Company. A member may appoint the Chairman of the meeting as his/her/its proxy. If a member wishes to appoint the Chairman of the meeting as proxy, such 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.
6. A CPF/SRS investor who wishes to exercise his/her vote should approach his/her respective Relevant Intermediary, including CPF Agent Bank or SRS Operator to submit his/her voting instructions by 10.00 a.m. on 21 October 2024, being seven (7) working days before the date of the AGM. CPF and SRS Investors are encouraged to contact their respective Relevant Intermediary for any queries they may have with regard to the appointment of proxy/proxies for the AGM.
7. The instrument appointing proxy(ies) 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 a duly authorised officer.
8. Where an instrument appointing proxy(ies) is signed and 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.
9. A corporation which is a member may by resolution of its directors or other governing body authorise such person as it thinks fit to act as its representative at the AGM.
10. 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 a proxy or proxies. In addition, in the case of members of the Company whose shares are entered against their names in the Depository Register, the Company may reject any instrument appointing the Chairman of the Meeting as proxy lodged if such members are not shown to have shares entered against their names 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.

AFFIX
STAMP

The Joint Company Secretary
KARIN TECHNOLOGY HOLDINGS LIMITED
9 Raffles Place
#26-01 Republic Plaza
Singapore 048619
