

**HYFLUX LTD.**  
(Company Registration No. 200002722Z)  
(Incorporated in the Republic of Singapore on 31 March 2000)  
(the "**Company**")

**PROXY FORM FOR SCHEME MEETING  
TO BE USED ONLY BY TRADE CREDITORS**

*Note: Please refer to the Company's notice of a scheme meeting ("**Scheme Meeting**") of the trade creditors of the Company to be held at Hyflux Innovation Centre, 80 Bendemeer Road, Singapore 339949 (or such other place as may be notified by announcement on SGXNet) on 5 April 2019 at 12 noon and at any adjournment thereof, for the purpose of considering and, if thought fit, approving (with or without modification) the scheme of arrangement (the "**Scheme**") referred to in the said notice convening the Scheme Meeting.*

(This form is to be completed only by a trade creditor of the Company. See Note 1 below.)

Capitalised terms used herein but not defined shall have the meanings given to them in the Notice of Scheme Meeting dated 22 February 2019.

**DETAILS OF TRADE CREDITORS**

We, the undersigned, being a trade creditor of the Company in relation to

\_\_\_\_\_ [describe relevant contract(s), project, services, work done etc.] dated \_\_\_\_\_ [date of contract, date work or services performed, date goods were delivered etc], hereby appoint the following as our proxy (the "**Proxy**") to attend the Scheme Meeting or any adjournment thereof:

(See Note 2)

**DETAILS OF PROXY**

*(Note: You can appoint only one proxy. If you leave this section blank, the Chairman of the Scheme Meeting will act as your proxy)*

Name	Address	NRIC / Passport No. ^

or failing \*him/her, the Chairman of the Scheme Meeting ("**Chairman**"), as our proxy to attend and to vote for us on our behalf at the Scheme Meeting, and at such Scheme Meeting (or at any adjournment thereof) to vote for us and in our name(s) as indicated below, and if no such indication is given, as our proxy thinks fit.

^ The Proxy is to present his/her passport (if he/she is not a Singapore citizen) or Singapore National Registration Identity Card (if he/she is a Singapore citizen or a Singapore permanent resident holding a blue Singapore National Registration Identity Card) immediately prior to the Scheme Meeting to gain entry to the Scheme Meeting

We acknowledge that the appointment of such Proxy is (subject to Notes 3 and 9 below) neither revocable nor subject to amendments after 12 noon (Singapore time) on 2 April 2019, which is the Expiration Time (as defined in Note 6 below).

**VOTE**

The Proxy is authorised only to vote on our behalf in favour of ("**FOR**") or against ("**AGAINST**") the Scheme as hereunder indicated (by a ✓ mark).

Note: If you leave both boxes blank, your proxy will have complete discretion as to how to vote on your behalf and such vote, once cast by your proxy, will be binding on you. Where your proxy is the Chairman and you leave both boxes blank, such vote will be cast **FOR** the Scheme (for the avoidance of doubt, if the Chairman is your proxy and you have voted **AGAINST** the Scheme, such vote will be cast **AGAINST** the Scheme). **DO NOT TICK IN BOTH BOXES AS THIS WILL INVALIDATE YOUR VOTE.**

<b>FOR</b> (Please indicate with a tick (✓))	<b>OR</b>	<b>AGAINST</b> (Please indicate with a tick (✓))

Dated this day of \_\_\_\_\_ day of \_\_\_\_\_ 2019

\_\_\_\_\_  
Signature(s) or Common Seal

**Important: Please read notes overleaf carefully before completing this form.**

## Notes to Proxy Form:

- 1 This form is to be completed only by a trade creditor of the Company. A trade creditor includes any person or corporation that has supplied services and/or goods to the Company.
- 2 A trade creditor may only appoint a natural person or the Chairman as a proxy, and may only appoint one such person or the Chairman as a proxy.
- 3 The appointment of a proxy does not preclude the trade creditor from attending and voting at the Scheme Meeting. If a trade creditor attends the Scheme Meeting in person, its proxy appointment shall be deemed to be revoked, and the Chairman reserves the right to refuse to admit such proxy to the Scheme Meeting.
- 4 A trade creditor may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative in accordance with its constitutional documents or may under its constitutional documents grant a power of attorney to such person as it thinks fit powers to act as its representative or may have in force a standing authorisation under a pre-existing power of attorney. Attendance by any such representative will be considered as attendance by the trade creditor in person.
- 5 Any alteration made in this Proxy Form must be initialled by each signatory of the appointor who executes this Proxy Form.
- 6 This Proxy Form (together with the power of attorney or board resolution (or a certified copy thereof), if any, under which it is signed), must be deposited at the office of the Company's meeting agent, Boardroom Corporate & Advisory Services Pte. Ltd. (the "**Meeting Agent**"), at 50 Raffles Place #32-01 Singapore Land Tower, Singapore 048623, not less than 72 hours before the time appointed for holding the Scheme Meeting (the "**Expiration Time**").
- 7 This Proxy Form must be executed under the hand of the appointor or his attorney duly authorised in writing or, where the Proxy Form is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Any alteration made to the Proxy Form should be initialled by each signatory of the person who signs this Proxy Form.
- 8 The Chairman shall be entitled to reject this Proxy Form if it is incomplete, improperly completed, unexecuted or improperly executed, illegible, or where in the Chairman's opinion the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in this Proxy Form, or if this Proxy Form is not received by the Meeting Agent prior to the Expiration Time.
- 9 A trade creditor who has already submitted a Proxy Form to the Meeting Agent may only subsequently revoke (subject to the revocation of proxy set out in Note 3 above) or amend such Proxy Form by submitting a new Proxy Form to the Meeting Agent not later than the Expiration Time. In that case, the Meeting Agent shall disregard the previous Proxy Form(s) and refer only to the last Proxy Form received.
- 10 Trade creditors who submit this Proxy Form represent, warrant and undertake to the Company, the Meeting Agent and the Chairman that any personal data of any individual provided has been obtained with such individual's consent and hereby consents on behalf of such individual to the collection, processing, use and disclosure of his/her personal data by the Company, the Chairman or the Meeting Agent (and any of their respective officers, employees or advisers), in each case, in accordance with the terms of the Scheme and the provisions of the Singapore Personal Data Protection Act 2012 (No. 26 of 2012). Any consent given hereunder in relation to personal data shall survive death, incapacity, bankruptcy or insolvency of any such individual and the termination or expiration of the Scheme. For the purposes hereunder, "**personal data**" has the meaning ascribed to it in the Singapore Personal Data Protection Act 2012 (No. 26 of 2012).