

OM HOLDINGS LIMITED
(ARBN 081 028 337)
(Malaysian Registration No. 202002000012 (995782-P))
Incorporated in Bermuda



No. of Pages Lodged: 7

18 April 2023

ASX Market Announcements
ASX Limited
4th Floor
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

2023 ANNUAL GENERAL MEETING – PROXY FORMS

Further to the Company's lodgement of its 2023 Notice of Annual General Meeting and Explanatory Statement convening the meeting to be held at Achieve, Level M3, VE Hotel & Residence, Bangsar South City, No.8, Jalan Kerinchi, 59200 Kuala Lumpur on Thursday, 18 May 2023 commencing at 10.00am (Perth WST, Malaysia MYT), please find attached the following Proxy Forms despatched:

- For Shareholders who hold shares on the Australian share register (enabling shares to be traded on the ASX and managed by the Australian share registrar, Computershare Investor Services Pty Limited); and
- For Shareholders who hold shares on the Malaysian share register (enabling shares to be traded on Bursa Malaysia Securities Berhad ("Bursa") and managed by the Malaysian share registrar, Tricor Investor & Issuing House Services Sdn Bhd.

The 2022 Annual Report (including the Financial Statements and Reports) will be lodged on ASX, Bursa and the Company's website by Thursday, 20 April 2023 and dispatched to Shareholders who have requested a hard copy.

Yours faithfully

OM HOLDINGS LIMITED

Heng Siow Kwee/Julie Wolseley
Joint Company Secretary

Further enquiries please contact:

Ms Jenny Voon | Ms Ng Ruiqi

T: +65 6346 5515

E: investor.relations@ommaterials.com

This ASX announcement was authorised for release by the Board of OM Holdings Limited.



OM Holdings Limited
ARBN 081 028 337

OMHRM

MR RETURN SAMPLE
123 SAMPLE STREET
SAMPLE SUBURB
SAMPLETOWN VIC 3030



Need assistance?



Phone:

1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:

www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **10:00am (AWST) on Tuesday, 16 May 2023.**

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form:

XX

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

MR RETURN SAMPLE
123 SAMPLE STREET
SAMPLE SUBURB
SAMPLETOWN VIC 3030

☐

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



IND

Proxy Form

Please mark ☒ to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of OM Holdings Limited hereby appoint

☐

the Chairman
of the Meeting

OR

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of OM Holdings Limited to be held at Achieve, Level M3, VE Hotel & Residence, Bangsar South City, No.8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia on Thursday, 18 May 2023 at 10:00am (AWST) and at any adjournment or postponement of that meeting.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

	For	Against	Abstain
Resolution 1 Financial Statements and Reports	☐	☐	☐
Resolution 2 Re-election of Mr Zainul Abidin Bin Mohamed Rasheed as a Director	☐	☐	☐
Resolution 3 Re-election of Mr Tan Peng Chin as a Director	☐	☐	☐
Resolution 4 Approval of re-appointment of Auditor	☐	☐	☐

In the event that any matter is properly brought before the Annual General Meeting but for which specific voting instructions have not been given in this proxy form, in accordance with the OM Holdings Limited Bye-laws, the Chairman of the Meeting will be entitled to vote the securities represented by this Proxy Form at his discretion.

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director & Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

/ /

Date

Update your communication details (Optional)

Mobile Number

Email Address

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

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Computershare



OM HOLDINGS LIMITED

ARBN 081 028 337

Malaysian Registration No. 202002000012
(Incorporated in Bermuda)



PROXY FORM

No. of shares held	CDS Account No. (for nominees only)

I / We _____
(FULL NAME IN BLOCK LETTERS)

(NRIC No./ Company Registration No./ Passport No. _____)

of _____
(FULL ADDRESS)

at _____
(EMAIL ADDRESS)

being a member/members of **OM HOLDINGS LIMITED**, hereby appoint

Name of Proxy	NRIC No./Passport No.	% of Shareholdings to be Represented

and/or failing him/her

Name of Proxy	NRIC No./Passport No.	% of Shareholdings to be Represented

or failing him/her, **THE CHAIRMAN OF THE MEETING** as *my/our *proxy/proxies to attend and vote for *me/us on *my/our behalf at the 2023 Annual General Meeting ("AGM") of OM Holdings Limited, which will be conducted at Achieve, Level M3, VE Hotel & Residence, Bangsar South City, No.8, Jalan Kerinchi, 59200 Kuala Lumpur, in Malaysia on **Thursday, 18 May 2023 at 10.00 am** or at any adjournment thereof, and to vote as indicated below:

* Please strikethrough the words "the Chairman of the Meeting" if you wish to appoint some other person to be your proxy.

Resolution	Agenda	FOR	AGAINST	ABSTAIN
	Ordinary Business			
1	FINANCIAL STATEMENTS AND REPORTS			
2	RE-ELECTION OF MR ZAINUL ABIDIN BIN MOHAMED RASHEED AS A DIRECTOR			
3	RE-ELECTION OF MR TAN PENG CHIN AS A DIRECTOR			
4	APPROVAL OF RE-APPOINTMENT OF AUDITOR			

(Please indicate with a cross "X" in the space provided whether you wish your vote to be cast FOR or AGAINST or ABSTAIN on the Resolutions. If in the absence of specific directions, your proxy will vote or abstain from voting as he/she thinks fit). The Chairman of the Meeting intends to vote undirected proxies in FAVOUR of each item of business.

Signed this _____ day of _____, 2023.

Signature/Common Seal of Member^

^ Manner of execution:

(a) If you are an individual member, please sign where indicated.

- (b) *If you are a corporate member which has a common seal, this Proxy Form should be executed under seal in accordance with the constitution of your corporation.*
- (c) *If you are a corporate member which does not have a common seal, this Proxy Form should be affixed with the rubber stamp of your company (if any) and executed by:*
 - (i) *at least two (2) authorised officers, of whom one shall be a director; or*
 - (ii) *any director and/or authorised officers in accordance with the laws of the country under which your corporation is incorporated.*

Notes:

1. IMPORTANT NOTICE

Shareholders who intend to attend the AGM in person are required to pre-register with our Malaysian share registrar, Tricor Investor & Issuing House Services Sdn Bhd via its TIH Online website at <https://tiah.online> no later than Tuesday, 16 May 2023 at 10.00 a.m. Kindly refer to the Pre-Registration Procedures in the 2023 Notice of Annual General Meeting.

The physical AGM will be held at Achieve, Level M3, VE Hotel & Residence, Bangsar South City, No.8, Jalan Kerinchi, 59200 Kuala Lumpur, in Malaysia commencing at 10.00 am.

Please read the 2023 Notice of Annual General Meeting carefully and follow the procedures outlined in order to attend the AGM.

- 2. For the purpose of determining who shall be entitled to participate in this AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a **Record of Depositors as at 11 May 2023**. Only a member whose name appears on this Record of Depositors shall be entitled to attend this AGM or appoint a proxy to attend, speak and vote on his/her/its behalf.
- 3. A member who is entitled to attend and vote at this AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.
- 4. A member of the Company who is entitled to participate at a general meeting of the Company and is the holder of two or more shares may appoint more than one (1) proxy to attend and vote instead of the member at the general meeting.
- 5. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney authorised in writing or, if the appointer is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
- 6. The instrument of proxy shall be deemed to confer authority to demand or join in demanding a poll and to vote on any amendment of a resolution put to the meeting for which it is given as the proxy sees fit. The instrument of proxy shall, unless the contrary is stated therein, be valid as well as for any adjournment or postponement of the meeting as for the meeting to which it relates.
- 7. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- 8. A member who has appointed a proxy or attorney or authorised representative to attend and vote at the AGM must request his/her proxy or attorney or authorised representative to pre-register their attendance via TIH Online website at <https://tiah.online> no later than **Tuesday, 16 May 2023 at 10.00 a.m.** Pre-Registration Procedures can be found in the 2023 Notice of Annual General Meeting.
- 9. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting at which the person named in the appointment proposes to vote:
 - (i) In hard copy form
In the case of an appointment made in hard copy form, the Proxy Form must be deposited with the Company's Share Registrar at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
 - (ii) By electronics means

The Proxy Form can be electronically lodged with the Company's Share Registrar via TIH Online at <https://tiah.online>. Kindly refer to the 2023 Notice of Annual General Meeting on the procedures for electronic lodgement of the Proxy Form via TIH Online.

10. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Company's Share Registrar at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
11. Please ensure ALL the particulars as required in the Proxy Form are completed, signed and dated accordingly.
12. Last date and time for lodging the Proxy Form is not less than 48 hours before the AGM being **Tuesday, 16 May 2023 at 10.00 am.**
13. Failure to cross "X" in the appropriate box marked FOR, AGAINST OR ABSTAIN will entitle your proxy to cast his/her vote at his /her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the 2023 Notice of Annual General Meeting.
14. For a corporate member who has appointed an authorised representative, please deposit the **ORIGINAL/DULY CERTIFIED** certificate of appointment of authorised representative with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia. The certificate of appointment of authorised representative should be executed in the following manner:
 - i. If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
 - ii. If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - a. at least two (2) authorised officers, of whom one shall be a director; or
 - b. any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

