

TWL HOLDINGS BERHAD
Registration No. 199401039944 (325631-V)
(Incorporated in Malaysia)

FORM OF PROXY

CDS Account No.
No. of Shares held

I/We,

.....
(Full name in block and NRIC No. /Registration No.)

Tel. No.: of
(Address)

being a member of TWL Holdings Berhad, hereby appoint(s):-

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
HP & email address			

and / or* (*delete as appropriate)

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
HP & email address			

or failing him, the Chairperson of the meeting as my/our proxy to vote for me/us on my/our behalf at the Extraordinary General Meeting ("EGM") of the Company to be conducted on a fully virtual basis via ShareWorks Sdn. Bhd. Online Meeting Platform hosted virtually at www.swsb.com.my (Domain registration number with MYNIC: D1A403841) on Friday, 10 March 2023 at 11.00 a.m. or any adjournment thereof, and to vote as indicated below:-

Item	Agenda	Resolution	FOR	AGAINST
1.	Proposed Rights Issue	Ordinary Resolution		

Please indicate with an 'X' in the space provided whether you wish your votes to be cast for or against the resolution. In the absence of specific direction, your proxy may vote or abstain as he thinks fit.

Signed this.....

Signature*
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. Members/proxies/authorised representatives WILL NOT BE ALLOWED to attend this EGM in person at the venue on the day of this EGM. The EGM of the Company will be held as a fully virtual meeting through live streaming and online remote voting using facilities provided by the Company's Poll Administrator, namely ShareWorks Sdn. Bhd. via www.swsb.com.my. **Please read these Notes carefully and follow the procedures in the Administrative Guide for the EGM (as enclosed together with the Circular) in order to participate remotely.**
2. For the purpose of determining a member who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Clause 18.7 of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a General Meeting Record of Depositors as at 3 March 2023. Only a depositor whose name appears on the Record of Depositors as at 3 March 2023 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his/her behalf.
3. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy. There is no restriction as to the qualification of the proxy and a proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak in the meeting.
4. To be valid, the Form of Proxy, duly completed, must be deposited at the registered office of the Company situated at Unit T3-13A-20, 3 Towers, Menara 3, No. 296, Jalan Ampang, 50450 Kuala Lumpur, Wilayah Persekutuan not less than 48 hours before the time appointed for holding the meeting of members or adjourned meeting of members and in default the instrument of proxy shall not be treated as valid:-
 - (a) By electronic means via email: The Form of Proxy must be received via email at twl@twlholdings.com.my
 - (b) By electronic means via facsimile: The Form of Proxy must be received via facsimile at 03-2733 0037
 - (c) In hardcopy form: The Form of Proxy must be deposited at the registered office of the Company situated at Unit T3-13A-20, 3 Towers, Menara 3, No. 296, Jalan Ampang, 50450 Kuala Lumpur, Wilayah Persekutuan
5. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
6. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in 1 securities account ("**omnibus account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
7. If the appointor is a corporation, the Form of Proxy must be executed under the corporation's common seal or under the hand of an officer or attorney duly authorised.
8. Any Notice of Termination of Authority to act as Proxy must be received by the Company no later than 9 March 2023 at 11.00 a.m., failing which, the termination of the authority of a person to act as proxy will not affect the following in accordance with Section 338 of the Companies Act 2016:-
 - (a) the constitution of the quorum at such meeting;
 - (b) the validity of anything he did as chairman of such meeting;
 - (c) the validity of a poll demanded by him at such meeting; or
 - (d) the validity of the vote exercised by him at such meeting.
9. The EGM will be conducted on a fully virtual basis and entirely via remote participation and voting via online meeting platform at www.swsb.com.my provided by ShareWorks Sdn Bhd in Malaysia. The members are advised to refer to the Administrative Guide on the registration and voting process for the said meeting.

Fold this flap for sealing

Then fold here

AFFIX
STAMP

TWL HOLDINGS BERHAD
(Registration No. 199401039944 (325631-V))
T3-13A-20, Level 13A
Menara 3, 3 Towers
No. 296 Jalan Ampang
50450 Kuala Lumpur

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