

**TH HEAVY ENGINEERING BERHAD**  
 [Registration No. 200301032354 (634775-D)]  
 (Incorporated in Malaysia)

**FORM OF PROXY**

No. of shares held	
CDS account no.	

I/We \_\_\_\_\_ \*NRIC/Passport/Registration No. \_\_\_\_\_  
 (FULL NAME IN BLOCK CAPITAL)

of \_\_\_\_\_  
 (FULL ADDRESS)

and telephone no./email address \_\_\_\_\_ being \*a member/members of **TH Heavy Engineering Berhad ("Company")** hereby appoint:-

Full Name and Address (in Block Letters) (First Proxy)		NRIC / Passport No.	Proportion of Shareholdings	
			No. of Shares	%
<b>Email:</b>	<b>Contact No:</b>			

\*and/or \* delete if inapplicable

Full Name and Address (in Block Letters) (Second Proxy)		NRIC / Passport No.	Proportion of Shareholdings	
			No. of Shares	%
<b>Email:</b>	<b>Contact No:</b>			

or failing \*him/her, the \*CHAIRMAN OF THE MEETING as \*my / our proxy / proxies to attend, participate, speak and vote for \*me/us on \*my/our behalf at the Nineteenth Annual General Meeting ("**19th AGM**") of the Company which will be held as a virtual meeting at the broadcast venue at Level 28, MOF Inc Tower, No. 9 Persiaran KLCC, 50088 Kuala Lumpur, Wilayah Persekutuan using online meeting platform hosted on Securities Services e-Portal at <https://sshsb.net.my/> on Friday, 29 September 2023 at 3:30 p.m., or any adjournment thereof.

\*My/our proxy is to vote as indicated below:-

NO.	ORDINARY RESOLUTIONS	For	Against
1.	To approve the payments of the Directors' fees to the Non-Executive Directors of the Company and its subsidiaries for the financial year ending 31 December 2023		
2.	To approve the payment of benefits payable to the Non-Executive Directors of the Company and its subsidiaries, based on the Directors' benefits structure, with effect from a day after the 19th AGM until the next Annual General Meeting of the Company in year 2024		
4.	To re-elect Dato' Jauhari Bin Hamidi ( <i>Clause 122</i> )		
5.	To re-elect Datuk Adinan Bin Maning ( <i>Clause 122</i> )		
6.	To re-elect Ir. Abdul Manap Bin Ali Hassan ( <i>Clause 122</i> )		
7.	To re-appoint Messrs. UHY as auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration		
8.	Authority to issue shares pursuant to the Companies Act 2016		

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(Form of Proxy for the 19th AGM of the Company to be held on 29 September 2023 - cont'd)

***(Please indicate with an "X" in the appropriate box against each Resolution how you wish your vote to be cast. If no specific direction as to how the proxy shall vote, the proxy shall vote as he/she thinks fit or, at his/her discretion, abstain from voting)***

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

Date: \_\_\_\_\_

\* Delete if not applicable

**NOTES:-**

- a. In respect of deposited securities, only members whose names appear in the Record of Depositors on 20 September 2023 shall be eligible to attend the Meeting.
- b. A member entitled to attend and vote at the Meeting, shall be entitled to appoint more than one (1) proxy to attend, participate, speak and vote at the same Meeting. Where a member appoints more than one (1) proxy to attend and vote at the Meeting, he or she specifies the proportion of his or her shareholdings to be represented by each proxy, failing which the appointment shall be invalid.
- c. A proxy needs not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting of the Company shall have the same rights as the members to attend, participate, speak and vote at the Meeting and upon appointment a proxy shall be deemed to confer authority to demand or join in demanding a poll.
- d. Where a member of the company is an authorised nominee as defined under the Securities Industry (Central Depository) Act 1991, he or she may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- e. Where a member of the Company is an exempt authorised nominee who holds Deposited Securities in the Company for multiple beneficial owners in one (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.
- f. The instrument appointing a proxy shall be in writing under the hand of the member or his or her attorney duly authorised in writing or, if the member is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.
- g. The instrument appointing a proxy shall be deposited at the office of the Company's Share Registrar at Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan, not less than forty-eight (48) hours before the time appointed for holding the Meeting or at any adjournment thereof.