



SEMBCORP MARINE LTD
(Incorporated in Singapore)
Company Registration No. 196300098Z

PROXY FORM
60TH ANNUAL GENERAL MEETING

IMPORTANT

- The Annual General Meeting is being convened, and will be held, by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of the Notice of Annual General Meeting and this proxy form will not be sent to members. Instead, the Notice of Annual General Meeting and this proxy form will be sent to members by electronic means via publication on the Company's website at the URL <https://www.sebmarine.com/investor-relations/annual-general-meeting> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
- As the Annual General Meeting will be conducted in an electronic format, shareholders, including CPF and SRS investors, will not be able to attend the Annual General Meeting in person.** Alternative arrangements relating to:
 - attendance at the Annual General Meeting by shareholders, including CPF and SRS investors, via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream);
 - submission of questions to the Chairman of the Meeting by shareholders, including CPF and SRS investors, in advance of, or "live" at, the Annual General Meeting, and addressing of substantial and relevant questions in advance of, or "live" at, the Annual General Meeting; and
 - voting at the Annual General Meeting (i) "live" by the shareholder or his/its duly appointed proxy(ies) (other than the Chairman of the Meeting) via electronic means; (ii) "live" by the CPF or SRS investor via electronic means if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators; or (iii) by the shareholder, or the CPF or SRS investor, appointing the Chairman of the Meeting as proxy to vote on their behalf at the Annual General Meeting.
 are set out in the accompanying Company's announcement dated 3 April 2023. This announcement may be accessed at the Company's website at the URL <https://www.sebmarine.com/investor-relations/stock-exchange-announcements> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
- 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 CPF and SRS investors. CPF and SRS investors who wish to appoint the Chairman of the Meeting as proxy to vote on their behalf at the Annual General Meeting should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5:00 p.m. on 14 April 2023.
- By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 3 April 2023.
- Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of a proxy(ies).**

I/We _____ (Name) _____ (NRIC/Passport/Co Regn No.)

of _____ (Address)

being a member/members of Sembcorp Marine Ltd (the "Company") hereby appoint:

Name	Address	Email Address*	NRIC/Passport No.	Proportion of Shareholdings	
				No. of Shares	%

and/or (delete as appropriate)

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* Appointed proxy(ies) will be prompted via email (within 2 business days after the Company's receipt of a validly completed and submitted instrument appointing a proxy(ies)) to pre-register at the pre-registration website at the URL <https://conveneagm.sg/SEMBMARINE-AGM2023>, in order to access the live audio-visual webcast or live audio-only stream of the Annual General Meeting proceedings.

or if no proxy is named, the Chairman of the Meeting, as my/our proxy/proxies to attend, speak and vote for me/us on my/our behalf in respect of the resolutions to be proposed at the Annual General Meeting of the Company to be convened and held by way of electronic means on Wednesday, 26 April 2023 at 11.00 a.m. (Singapore time) and at any adjournment thereof (of which Resolutions 1 to 14 will be proposed as Ordinary Resolutions and Resolution 15 will be proposed as a Special Resolution), in the following manner:

No.	Resolutions	For	Against	Abstain
Routine Business				
1	To adopt the directors' statement and audited financial statements			
2	To re-elect Mr Yap Chee Keong			
3	To re-elect Mr Mark Gainsborough			
4	To re-elect Mr Chris Ong Leng Yeow			
5	To re-elect Mr Nagi Hamiyeh			
6	To re-elect Mr Jan Holm			
7	To re-elect Mr Lai Chung Han			
8	To approve directors' fees for the year ending 31 December 2023			
9	To approve special directors' fees			
10	To re-appoint KPMG LLP as auditors and to authorise the directors to fix their remuneration			
Special Business				
11	To approve the renewal of the Share Issue Mandate			
12	To approve the renewal of the Share Plan Mandate			
13	To approve the renewal of the Interested Person Transactions Mandate			
14	To approve the renewal of the Share Purchase Mandate			
15	To approve the change of name of the Company			

Voting will be conducted by poll. If you wish your proxy/proxies to cast all your votes "For" or "Against" a resolution, please indicate with a "✓" in 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 that resolution. If you wish your proxy/proxies to abstain from voting on a resolution, please indicate with a "✓" in the "Abstain" box provided in respect of that resolution. Alternatively, please indicate the number of shares your proxy/proxies is directed to abstain from voting in the "Abstain" box provided in respect of that resolution. In any other case, the proxy/proxies may vote or abstain as the proxy/proxies deem(s) fit on any of the above resolutions if no voting instruction is specified, and on any other matter arising at the Annual General Meeting.

Total Number of Shares Held	
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Signature(s) of Member(s) or Common Seal of Member(s)

Date

Contact Number / Email Address of Member(s)

IMPORTANT: PLEASE READ NOTES OVERLEAF

Notes:

- 1 If the member has shares entered against his/its name in the Depository Register (maintained by The Central Depository (Pte) Limited), he/it should insert that number of shares. If the member has shares registered in his/its name in the Register of Members (maintained by or on behalf of the Company), he/it should insert that number of shares. If the member has shares entered against his/its name in the Depository Register and shares registered in his/its name in the Register of Members, he/it 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 the member.
- 2 (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the Annual General Meeting. Where such member's instrument appointing a proxy(ies) appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.
 (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the Annual General Meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's instrument appointing a proxy(ies) appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument.
 "Relevant intermediary" has the meaning given to it in Section 181 of the Companies Act 1967.
 A member can appoint the Chairman of the Meeting as his/its proxy, but this is not mandatory.
- 3 A proxy need not be a member of the Company.
- 4 The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:
 - (a) if submitted by post, be lodged at the office of the Company's Share Registrar, KCK CorpServe Pte. Ltd., at 1 Raffles Place, #04-63 One Raffles Place (Tower 2), Singapore 048616; or
 - (b) if submitted electronically, be submitted via email to the Company's Share Registrar at sembmarine-agm@kckcs.com.sg, in either case, not less than 72 hours before the time appointed for holding the Annual General Meeting.

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Glue all sides firmly. Stapling & spot sealing are disallowed.

Postage will be paid by addressee. For posting in Singapore only.

**BUSINESS REPLY SERVICE
PERMIT NO. 09583**



SENBCORP MARINE LTD

c/o KCK CorpServe Pte. Ltd.
1 Raffles Place
#04-63 One Raffles Place (Tower 2)
Singapore 048616

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- 5 Completion and submission of the instrument appointing a proxy(ies) does not preclude a member from attending, speaking and voting at the Annual General Meeting. A member who accesses the live audio-visual webcast or live audio-only stream of the Annual General Meeting proceedings may revoke the appointment of a proxy(ies) at any time before voting commences and in such an event, the Company reserves the right to terminate the proxy(ies)' access to the live audio-visual webcast and live audio-only stream of the Annual General Meeting proceedings.
- 6 The instrument appointing a proxy(ies) must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where an instrument appointing a proxy(ies) is signed 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), if the instrument is submitted by post, be lodged with the instrument or, if the instrument is submitted electronically via email, be emailed with the instrument, failing which the instrument may be treated as invalid.
- 7 The Company shall be entitled to reject the instrument appointing a proxy(ies) if it is incomplete, improperly completed, 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(ies) (including any related attachment). In addition, in the case of members whose shares are entered against their names in the Depository Register, the Company may reject any instrument appointing a proxy(ies) lodged or submitted if such members are not shown to have shares entered against their names in the Depository Register 72 hours before the time appointed for holding the Annual General Meeting, as certified by The Central Depository (Pte) Limited to the Company.