

DELFI LIMITED

(Company Registration No. 198403096C)
(Incorporated in the Republic of Singapore)

PROXY FORM

(Please see notes overleaf
before completing this Form)

**TO BE EFFECTIVE THIS FORM MUST
BE SUBMITTED NO LATER THAN
10.00 A.M. ON 25 APRIL 2021**

(For CPF/SRS Investors, see Note 7.)

IMPORTANT:

1. Alternative arrangements relating to, amongst others, attendance, submission of questions in advance and voting by proxy at the Meeting are set out in the Company's announcement which, together with the Notice of Annual General Meeting dated 12 April 2021, have been uploaded on SGXNet. The announcement and the Notice of Annual General Meeting can also be accessed at the Company's corporate website.
2. **Due to the current Covid-19 situation in Singapore, a member will not be able to attend the Annual General Meeting in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/ her/ its proxy to vote on his/ her/ its behalf at the Annual General Meeting if such member wishes to exercise his/ her/ its voting rights at the Annual General Meeting.**
3. An investor who holds shares under the Central Provident Fund Investment Scheme ("CPF Investor") and/or the Supplementary Retirement Scheme ("SRS Investor") (as may be applicable) should approach their CPF and/or SRS Approved Nominees to appoint the Chairman of the Meeting to act as their proxy at least 7 working days before the Meeting.
4. This Proxy Form is not valid for use by CPF and SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

PLEASE READ THE NOTES TO THE PROXY FORM

I/We, _____ (NRIC/Passport No.) _____
of _____ (Address)

being a *member/members of Delfi Limited (the "**Company**"), hereby appoint the Chairman of the Annual General Meeting ("**AGM**") as *my/our *proxy/proxies to vote for *me/us on *my/our behalf, at the AGM of the Company to be held in Singapore, on Tuesday, 27 April 2021 at 10.00 a.m. via electronic means, and at any adjournment thereof.

*I/We direct the Chairman of the AGM to vote for or against, or abstain from voting on the resolutions proposed at the AGM as indicated hereunder. If no specific direction as to voting is given, or in the event of any matter arising at the AGM and at any adjournment thereof, the appointment of Chairman of the AGM as proxy for that resolution will be treated as invalid.

(If you wish to exercise all your votes "For" or "Against", or "Abstain" please tick with "V" within the box provided. Alternatively, please indicate the number of votes "For" or "Against", or "Abstain" each resolution.)

No.	Resolutions relating to:	No. of votes 'For'*	No. of votes 'Against'*	No. of votes 'Abstain'*
Ordinary Businesses				
1	To receive and adopt Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2020, together with the auditors' report thereon.			
2	To declare a final dividend.			
3	To re-elect Mr Chuang Tiong Choon as a Director of the Company.			
4	To re-elect Mr Davinder Singh S/O Amar Singh as a Director of the Company.			
5	To re-elect Mr Pedro Mata-Bruckmann as a Director of the Company.			
6	Approval of Mr Pedro Mata-Bruckmann's continued appointment as an Independent Director by shareholders			
7	Approval of Mr Pedro Mata-Bruckmann's continued appointment as an Independent Director by shareholders (excluding the directors, the chief executive officer and their associates)			
8	Approval of Mr Anthony Michael Dean's continued appointment as an Independent Director by shareholders			
9	Approval of Mr Anthony Michael Dean's continued appointment as an Independent Director by shareholders (excluding the directors, the chief executive officer and their associates)			
10	Approval of Mr Koh Poh Tiong's continued appointment as an Independent Director by shareholders			
11	Approval of Mr Koh Poh Tiong's continued appointment as an Independent Director by shareholders (excluding the directors, the chief executive officer and their associates)			
12	To approve Directors' fees for the financial year ending 31 December 2021.			
13	To re-appoint PricewaterhouseCoopers LLP as auditors and to authorise the Directors to fix their remuneration.			
Special Businesses				
14	To authorise Directors to issue shares and/or instruments under Section 161 of the Companies Act, Chapter 50.			
15	To authorise Directors to issue new ordinary shares under the Delfi Limited Scrip Dividend Scheme.			
16	To renew the Mandate for Interested Person Transactions.			

Note: Please note that the short descriptions given above of the resolutions to be passed do not in any way whatsoever reflect the intent and purpose of the resolutions. The short descriptions have been inserted for convenience only. Shareholders are encouraged to refer to the Notice of AGM for the full purpose and intent of the resolutions to be passed.

Dated this _____ day of _____ 2021

Total number of Shares in	No. of Shares
(a) CDP Register	
(b) Register of Members	
Total	

Signature of Member(s)
and/or Common Seal of Corporate Shareholder

*Delete where inapplicable

IMPORTANT – PLEASE READ NOTES OVERLEAF

Notes:

1. Please insert the total number of Shares held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act, Chapter 289 of Singapore), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.
2. A member of the Company (other than a Relevant Intermediary*), entitled to vote at the meeting of the Company must appoint the Chairman of the AGM to act as proxy and direct the vote at the meeting. A proxy need not be a member of the Company.
3. A relevant intermediary entitled to vote at the AGM must appoint the Chairman of the AGM as proxy to vote at the virtual AGM instead of such member, but the Chairman of the AGM must be appointed as proxy to exercise the rights attached to a different Share or Shares held by such member.

*A "relevant intermediary" means:

- (a) a banking corporation licensed under the Banking Act (Cap. 19) or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or
 - (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Cap. 289) and who holds shares in that capacity; or
 - (c) the Central Provident Fund Board established by the Central Provident Fund Act (Cap. 36), in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
4. The instrument appointing the Chairman of the Meeting as proxy must be deposited in the following manner;
 - i) if submitted by post, be deposited at the Company's Polling Agent, Boardroom Corporate & Advisory Services Pte Ltd at 50 Raffles Place #32-01 Singapore Land Tower, Singapore 048623; or
 - ii) if submitted electronically, be submitted via email to the Company's Polling Agent at delfi2021AGM@boardroomlimited.com, in either case, by 10.00 a.m. on 25 April 2021 being not less than forty-eight (48) hours before the time appointed for holding the AGM.

A member of the Company who wishes to submit an instrument of proxy must either utilise the hard copy of the Proxy Form received together with AGM Notice Booklet or download, complete and sign the proxy form from the Company's website, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.

5. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his/her attorney duly authorized in writing. Where the instrument appointing the Chairman of the AGM as proxy is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorized.
6. A corporation which is a member may authorize by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the Meeting, in accordance with Section 179 of the Companies Act, Chapter 50 of Singapore.
7. An investor who buys shares using **Central Provident Fund Investment Scheme ("CPF Investor")** and/or the **Supplementary Retirement Scheme ("SRS Investor")** (as may be applicable) and wishes to appoint the Chairman of the AGM as their proxy should approach their respective CPF and/or SRS Approved Nominees to submit their votes **at least seven (7) working days before the AGM (i.e. by 10.00 a.m. on 15 April 2021)**.
8. The Company shall be entitled to reject the instrument appointing the Chairman of the AGM as proxy if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing the Chairman of the AGM as proxy.
9. In the case of members whose Shares entered against their names in the Depository Register, the Company may reject any instrument appointing the Chairman of the AGM as proxy lodged if such members, being the appointor, are not shown to have Shares entered against their names in the Depository Register as at 72 hours before the time appointed for holding the virtual AGM, as certified by The Central Depository (Pte) Limited to the Company.

PERSONAL DATA PRIVACY

By submitting an instrument appointing the Chairman of the AGM as proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 12 April 2021.