

# IAG HOLDINGS LIMITED

## 迎宏控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8513)

### Form of proxy for use at the Annual General Meeting to be held at Warren Golf and Country Club, 81 Choa Chu Kang Way, Singapore 688263 on Thursday, 31 May 2018 at 2:00 p.m.

I/We <sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being a member of IAG Holdings Limited (the “Company”) and the registered holder(s) of \_\_\_\_\_ shares<sup>2</sup> of HK\$0.01 each in the capital of the Company, HEREBY APPOINT THE CHAIRMAN OF THE MEETING, or<sup>3</sup> \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to vote and act for me/us at the annual general meeting (and at any adjournment thereof) of the Company (the “Meeting”) to be held at Warren Golf and Country Club, 81 Choa Chu Kang Way, Singapore 688263 on Thursday, 31 May 2018 at 2:00 p.m. for the purpose of considering and, if thought fit, passing, with or without modification, the Resolutions set out in the notice convening the Meeting and at such Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the Resolutions as indicated below, or if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR <sup>4</sup>	AGAINST <sup>4</sup>
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and, the reports of the directors and the independent auditors for the year ended 31 December 2017.		
2.	(a) To re-elect Phua Swee Hoe as an executive director of the Company.		
	(b) To re-elect Ng Hong Kiew as an executive director of the Company;		
	(c) To re-elect Tay Koon Chuan as a non-executive director of the Company.		
3.	To authorise the board of directors to fix the directors’ remuneration.		
4.	To re-appoint PricewaterhouseCoopers as the Company’s auditors and authorise the board of directors to fix their remuneration.		
5.	To grant a general mandate to the directors to allot, issue and otherwise deal with the Company’s shares not exceeding 20% of the number of shares of the Company in issue as at the date of passing this resolution.		
6.	To grant a general mandate to the directors to repurchase the Company’s shares not exceeding 10% of the number of shares of the Company in issue as at the date of passing this resolution.		
7.	To extend the general mandate granted to the Directors under resolution no. 5 to shares repurchased by the Company.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2018

Signature<sup>5</sup>: \_\_\_\_\_

**Notes:**

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
3. If any proxy other than the Chairman is preferred, strike out “Chairman of the meeting” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED “AGAINST”.** Failure to complete any or all the boxes will entitle your proxy to cast his votes at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to the Notice convening the Meeting.
5. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorized.
6. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the Register of Members of the Company.
7. To be valid, this form of proxy, together with any power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the Company’s branch share registrar and transfer office, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong no later than 48 hours before the appointed time for the holding of the Meeting (or at any adjournment thereof).
8. A proxy need not be a member of the Company but must attend the Meeting in person to represent you.
9. Completion and delivery of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish.