

PROXY FORM

DARCO WATER TECHNOLOGIES LIMITED

(Company Registration Number: 200106732C)
(Incorporated in the Republic of Singapore)

IMPORTANT:

1. The Annual General Meeting ("AGM") 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.
2. The Notice of AGM is also accessible (a) via publication on the Company's website at the URL <https://www.darcowater.com/Investor%20Information/company-info/aggm-2020>; and (b) via publication on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
3. CPF or SRS investors who wish to appoint the Chairman of the meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the AGM.
4. By submitting this proxy form, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 4 June 2020.
5. Please read the notes overleaf which contain instructions on, inter alia, the appointment of the Chairman of the Meeting as a member's proxy to attend, speak and vote on his/her/its behalf at the AGM

I/We, _____ (Name) _____ (NRIC/Passport/Company Registration Number)

of _____ (Address)

being member/members* of **DARCO WATER TECHNOLOGIES LIMITED** (the "**Company**"), hereby appoint the Chairman of the Annual General Meeting of the Company ("**AGM**") as my/our* proxy/proxies* to attend, speak and vote for me/us* on my/our* behalf at the AGM to be convened and held by way of electronic means on Friday, 26 June 2020 at 2:00 p.m. and at any adjournment thereof in the following manner:

	Resolutions relating to:	For	Against	Abstain
	Ordinary Business			
1.	To adopt the Audited Financial Statements and Directors' Statement of the Company and the Group for the financial year ended 31 December 2019			
2.	Approval of Directors' fees amounting to S\$125,401 for the financial year ended 31 December 2019			
3.	Approval of Directors' fees amounting to S\$138,000 for the financial year ended 31 December 2020, payable quarterly in arrears			
4(a).	Re-election of Mr Wang Yaoyu as a Director of the Company (Retiring pursuant to Regulation 106)			
4(b).	Re-election of Mr Wang Zhi as a Director of the Company (Retiring pursuant to Regulation 106)			
4(c).	Re-election of Mr Poh Kok Hong as a Director of the Company (Retiring pursuant to Regulation 106)			
4(d).	Re-election of Mr Tay Lee Chye Lester as a Director of the Company (Retiring pursuant to Regulation 106)			
4(e).	Re-election of Mr Tay Von Kian as a Director of the Company (Retiring pursuant to Regulation 106)			
4(f).	Re-election of Ms Ong Joo Mien Joanna as a Director of the Company (Retiring pursuant to Regulation 106)			
4(g).	Re-election of Ms Gn Jong Yuh Gwendolyn as a Director of the Company (Retiring pursuant to Regulation 106)			
5.	Re-appointment of Crowe Horwath First Trust LLP, Public Accountants and Chartered Accountants, as the Company's auditors and to authorise the Directors to fix their remuneration			
	Special Business			
6.	Authority to allot and issue new Shares in the capital of the Company and/or Instruments			
7.	Authority to grant options and issue shares under the Darco Performance Share Plan			

If you wish to appoint the Chairman of the Meeting as your proxy to cast all your votes For or Against a resolution, please tick with "√" in the "For" or "Against" box in respect of that resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box in respect of that resolution. If you wish to appoint the Chairman of the Meeting as your proxy to abstain from voting on a resolution, please tick with "√" in the "Abstain" box in respect of that resolution. Alternatively, please indicate the number of shares that the Chairman of the Meeting, as your proxy, is directed to abstain from voting in the "Abstain" box in respect of that resolution. In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the Meeting as your proxy for that resolution will be treated as invalid.

Voting will be conducted by poll

Dated this _____ day of _____ 2020

Total Number of Shares	Number of Shares
CDP Register	
Register of Members	

Signature(s) of Shareholder(s)
or Common Seal of Corporate Shareholder

IMPORTANT: PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS PROXY FORM

NOTES:

1. Printed copies of the Notice of AGM and the Annual Report for the financial year ended 31 December 2019 (the "**FY2019 Annual Report**") will not be sent to members. Instead, the Notice of AGM and the FY2019 Annual Report may be accessed at the Company's website at the URL <https://www.darcowater.com/Investor%20Information/company-info/aggm-2020>. The Notice of AGM and the FY2019 Annual Report are also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.
2. Alternative arrangements relating to attendance at the AGM of the Company via electronic means (including arrangements by which the meeting may be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the Meeting in advance of the AGM of the Company, addressing of substantial and relevant questions at the AGM of the Company and voting by appointing the Chairman of the Meeting as proxy at the AGM of the Company, are set out in the Company's accompanying announcement dated 4 June 2020. This announcement may be accessed at the Company's website at the URL <https://www.darcowater.com/Investor%20Information/company-info/aggm-2020> and is also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.
3. Please insert the total number of shares held by you. If you have shares registered in your name in the Register of Members, you should insert that number of shares. If no number is inserted, this Proxy Form shall be deemed to relate to all the shares held by you.
4. **Due to the current Covid-19 restriction orders in Singapore, a member will not be able to attend the AGM in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM.** This proxy form is also accessible (a) via the Company's website at the URL <https://www.darcowater.com/Investor%20Information/company-info/aggm-2020>, and (b) via the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Where a member (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting in respect of a resolution in the proxy form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.
5. The Chairman of the Meeting, as proxy, need not be a member of the Company.
6. The proxy form must be submitted to the Company in the following manner:
 - (a) if submitted by post, be lodged with registered office of the Company at Harvest@Woodlands, 280 Woodlands Industrial Park E5, #09-36 Singapore 757322; or
 - (b) if submitted electronically, be submitted via email in Portable Document Format (PDF) format to the Company at AGM2020@darcowater.com,in either case, at least **72 hours** before the time for holding the AGM. A member who wishes to submit this Proxy Form must first download, complete and sign this Proxy Form, before submitting it by post to the address provided above, or by scanning and submitting it by way of electronic means via 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.**
7. Where the proxy form is executed by an individual, it must be executed under the hand of the individual or his attorney duly authorised. Where the proxy form is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised.
8. Where the proxy form is executed under the hand of an attorney duly authorised, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the proxy form, failing which the proxy form may be treated as invalid.
9. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the AGM, in accordance with Section 179 of the Act.

GENERAL:

The Company shall be entitled to reject an instrument of proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the proxy form. In addition, in the case of Shares entered in the Depository Register, the Company may reject a proxy form if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

A Depositor shall not be regarded as a member of the Company entitled to attend the AGM and to speak and vote thereat unless his name appears on the Depository Register **72 hours before the time set for the AGM**.

PERSONAL DATA PRIVACY:

By submitting a proxy form appointing the Chairman of the Meeting as proxy to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing and administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the Meeting as proxy for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.