



SERIAL SYSTEM LTD

Company Registration No.199202071D
(Incorporated in the Republic of Singapore)

INFORMATION ON ANNUAL GENERAL MEETING TO BE HELD ON 28 APRIL 2022

The Board of Directors of Serial System Limited (the “**Company**”) refers to:

- (a) The COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enables the Minister of Law by order to prescribe alternative arrangement for listed companies in Singapore to, inter alia, conduct general meetings, whether wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means;
- (b) The COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020, which sets out the alternative arrangements in respect of, inter alia, general meetings of companies;
- (c) The Joint Statement by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and the Singapore Exchange Regulation (“**SGX Regco**”) issued on 13 April 2020 (as updated on 27 April 2020, 22 June 2020 and 1 October 2020) which provides guidance on the conduct of general meetings during the period when safe management measures are in place; and
- (d) The guidance by the SGX Regco on 16 December 2021 which provides additional guidance on the conduct of general meetings via electronic means amid the COVID-19 situation.

In light of the above, the Company wishes to announce that its 2022 Annual General Meeting (“**AGM**”) will be convened and held by way of electronic means on **Thursday, 28 April 2022 at 11.00 a.m.** to transact the business set out in the Notice of AGM, which is issued along with this announcement.

The Notice of AGM and accompanying proxy form will be sent to shareholders solely by electronic means via SGXNET and publication on our Company’s website at <https://www.serialsystem.com>. The documents may also be assessed at https://www.serialsystem.com/wp-content/uploads/2022/04/SSL_AR_2021.pdf. Printed copies of these documents will not be sent to shareholders.

To minimise physical interactions and COVID-19 transmission risks, shareholders will not be able to attend the AGM in person. Shareholders may participate in the AGM by: (a) observing and/or listening to the AGM proceedings via webcast; (b) submitting questions in advance of the AGM; and (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM.

Details of the steps for pre-registration, pre-submission of questions and voting at the AGM are set out below.

ALTERNATIVE CONDUCT OF AGM

1. **Attendance via Webcast:** Due to the current COVID-19 restriction orders in Singapore, shareholders will not be able to attend the AGM in person. Shareholders will be able to watch the proceedings of the AGM through a live webcast via their mobile phones, tablets or computers or listen to these proceedings through a live audio feed via telephone. In order to do so, shareholders must pre-register at <https://agm-serialsystem.com/> (“**AGM webcast registration and Q&A link**”) by **11.00 a.m. on Monday, 25 April 2022 (“Registration Deadline”)**, to enable the Company to verify their shareholder status. Following authentication of their status as shareholders, authenticated shareholders will receive an email by **9.00 p.m. on Tuesday, 26 April 2022** which contains a unique link, which they can click on to access the webcast and audio feed of the AGM proceedings. Shareholders who register by the **Registration Deadline** but do not receive the email response by **9.00 p.m. on Tuesday, 26 April 2022** may contact the Company for assistance at (65) 6510 2435 between **9.00 a.m. and 5.00 p.m. on Wednesday, 27 April 2022**.

Please do not disclose your ID or password details to persons who are not entitled to attend the AGM. Your presence via webcast shall be taken as attendance at the AGM.

Persons holding shares through relevant intermediaries, including CPF and SRS investors, who wish to watch the proceedings of the AGM through a live webcast via their mobile phones, tablets or computers or listen to these proceedings through a live audio feed via telephone should contact their relevant intermediaries (i.e. their respective CPF Agent Bank and SRS Operators) through which they hold such shares as soon as possible, in order for the necessary arrangements to be made for their participation in the AGM.

2. **Submission of Questions:** Shareholders will not be able to ask questions at the AGM “live” during the “live” webcast or the “live” audio feed, and therefore it is important for shareholders to pre-register and submit their questions in advance of the AGM. Shareholders who wish to ask questions, relating to the resolutions to be tabled for approval at the AGM may submit questions in advance of the AGM, in the following manner:

- (i) through the AGM webcast registration and Q&A Link; or
- (ii) by post to the registered office of the Company at 8 Ubi View #05-01 Serial System Building Singapore 408554; or
- (iii) by email to ecomm@serialsystem.com.

When sending in your questions via the AGM webcast registration and Q&A Link, by post or email, please also provide us with your full name, address and the manner in which you hold the shares in the Company (e.g. via CDP and/or CPFIS/SRS).

Due to the current COVID-19 situation in Singapore, shareholders are strongly encouraged to submit questions via the AGM webcast registration and Q&A Link or email.

Deadline to submit questions: All questions must be submitted by **11.00 a.m. on Monday, 18 April 2022** in order to give the Company sufficient time to process and address the substantial and relevant questions.

Addressing questions: The Company will address substantial and relevant questions relating to the resolutions to be tabled for approval at the AGM as received from shareholders no later than **11.00 a.m. on Friday 22 April 2022** via SGXNET and the Company’s website at <https://www.serialsystem.com>.

Minutes of AGM: The minutes of AGM will be published on SGXNET and on the Company’s website within one month after the AGM.

3. **Voting by Proxy:** The Constitution of the Company currently does not allow shareholders to cast their votes online. Shareholders are strongly encouraged to exercise their voting rights by submitting their proxy forms and, if doing so, must appoint the “Chairman of the Meeting” to act as their proxy and must specifically direct how their votes at the AGM are to be cast. **This is the only means of voting at the AGM.**

The proxy form for the AGM may be accessed at:

https://www.serialsystem.com/wp-content/uploads/2022/04/SSL_AR_2021.pdf or

by scanning the QR code on the right. The proxy form will also be made available on SGXNET.



The completed proxy form must be deposited at the registered office of the Company at 8 Ubi View #05-01 Serial System Building Singapore 408554 or sent via email to ecomm@serialsystem.com by **11.00 a.m. on Monday, 25 April 2022**.

In view of the current COVID-19 situation in Singapore, shareholders are strongly encouraged to submit completed proxy forms via email.

4. **Results:** The voting results for each of the resolution tabled at the AGM will be shown live during the webcast.

As the COVID-19 situation continues to evolve, we seek shareholders’ understanding that further measures and/or changes to the AGM arrangements may be made in the ensuing days up to the day of the AGM. Shareholders are advised to check the SGXNET and the Company’s website at <https://www.serialsystem.com> regularly for updates on the AGM.

KEY DATES AND TIME FOR SUBMISSION OF QUESTIONS, PRE-REGISTRATION AND VOTING AT THE AGM

Date/Time	Actions
By Monday, 18 April 2022, 11.00 a.m.	Submission of questions: Shareholders must submit questions relating to the business of the AGM to the Company either via (i) online at AGM webcast registration and Q&A Link; or (ii) post to the registered office of the Company at 8 Ubi View #05-01 Serial System Building Singapore 408554; or (iii) email to ecomm@serialsystem.com .
By Monday, 18 April 2022, 5.00 p.m.	CFP/SRS Investors who wish to vote should approach their respective CPF Agent Banks/SRS Operators to submit their votes.
By Friday, 22 April 2022, 11.00 a.m.	Publication of responses to substantial and relevant questions received prior to Monday, 18 April 2022, 11.00 a.m. relating to the business of the AGM.
By Monday, 25 April 2022, 11.00 a.m.	Pre-registration Shareholders must pre-register at https://agm-serialsystem.com to participate in the AGM via webcast. Submission of proxy form Shareholders who pre-register to observe and/or listen to the AGM proceedings and wish to vote on the resolutions to be tabled for approval at the AGM must appoint Chairman of the meeting as their proxy to attend, speak and vote on their behalf at the AGM in accordance with the instructions on the proxy form. Specific instructions must be given as to voting or abstentions from voting, in respect of a resolution in the proxy form, failing which the appointment of Chairman of the meeting as proxy for that resolution will be treated as invalid. The completed proxy form must be deposited at the registered office of the Company at 8 Ubi View #05-01 Serial System Building Singapore 408554 or sent via email to ecomm@serialsystem.com .

Date of AGM

Thursday, 28 April 2022, 11.00 a.m.	Shareholders to log-in/dial-in to the AGM using the details received in the confirmation email.
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REQUEST FOR HARD COPIES OF ANNUAL REPORT 2021 AND APPENDIX I

In line with the Company's sustainability strategy, we will continue to use electronic communications to circulate the Company's annual report for the financial year ended 31 December 2021 ("**Annual Report 2021**") and the Appendix I to shareholders dated 6 April 2022 in relation to the proposed renewal of the Share Buyback Mandate ("**Appendix I**").

The **Annual Report 2021** and **Appendix I** may be accessed at:
https://www.serialsystem.com/wp-content/uploads/2022/04/SSL_AR_2021.pdf or
by scanning the QR code on the right. The **Annual Report 2021** and **Appendix I** will also
be made available on SGXNET.



We hope that you will join us in conserving environmental and financial resources by going paperless. If you still wish to receive physical copy of the **Annual Report 2021** and **Appendix I**, please send your request for a physical copy of the abovementioned documents (with your name and mailing address) ("Request") to ecomm@serialsystem.com.

By emailing the Request to us, you agree and acknowledge that we and/or our service provider may collect, use and disclose your personal data, as contained in your email Request or which is otherwise collected from you (or your authorized representative(s)), for the purpose of processing and completing your Request.

Yours faithfully
For and on behalf of Serial System Ltd

Alex Wui Heck Koon
Company Secretary

Singapore
6 April 2022

NOTICE OF ANNUAL GENERAL MEETING

This Notice has been made available on the SGXNET, the Company's website and published in The Business Times on 6 April 2022. A printed copy of this Notice will not be despatched to shareholders.

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Serial System Ltd (the "Company") will be convened and held by way of electronic means on Thursday, 28 April 2022 at 11.00 a.m. to transact the following business:

AS ORDINARY BUSINESS

1. To receive and adopt the Audited Financial Statements of the Company for the financial year ended 31 December 2021 and Directors' Statement and the Independent Auditor's Report thereon. **(Resolution 1)**
2. To declare a one-tier tax-exempt Final Cash Dividend of 0.45 Singapore cent per ordinary share for the financial year ended 31 December 2021 (2020: One-tier tax-exempt Final Cash Dividend of 0.11 Singapore cent per ordinary share). **(Resolution 2)**
3. To approve the payment of Directors' Fees of S\$341,000 (US\$251,000) for the financial year ending 31 December 2022 payable quarterly in arrears [2021: S\$252,900 (US\$188,000)]. **(Resolution 3)**
4. To re-elect Mr. Sean Goh Su Teng who is retiring by rotation pursuant to Article 88 of the Company's Constitution, and who, being eligible, offers himself for re-election as a Director of the Company.
(see Explanatory Note (i) below) **(Resolution 4)**
5. To re-elect Ms. Victoria Goh Si Hui who is retiring by rotation pursuant to Article 88 of the Company's Constitution, and who, being eligible, offers herself for re-election as a Director of the Company.
(see Explanatory Note (i) below) **(Resolution 5)**
6. To re-elect Mr. Goi Kok Ming Kenneth who is retiring by rotation pursuant to Article 89 of the Company's Constitution, and who, being eligible, offers himself for re-election as a Director of the Company.
(see Explanatory Note (ii) below) **(Resolution 6)**
7. To re-elect Mr. Ravindran s/o Ramasamy who is retiring by rotation pursuant to Article 89 of the Company's Constitution, and who, being eligible, offers himself for re-election as a Director of the Company.
(See Explanatory Note (ii) below) **(Resolution 7)**
8. To re-appoint Messrs Moore Stephens LLP as Auditors of the Company, to hold office until the conclusion of the next annual general meeting, and to authorize the Directors to fix their remuneration. **(Resolution 8)**

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following Resolution No. 9, Resolution No. 10 and Resolution No. 11 as Ordinary Resolutions, with or without any modifications:

9. Share Issue Mandate

THAT pursuant to Section 161 of the Companies Act 1967 (Singapore) and listing rules of the Singapore Exchange Securities Trading Limited, authority be and is hereby given to the Directors of the Company to issue shares ("Shares") whether by way of rights, bonus or otherwise, and/or grant offers, agreements of options (collectively, "Instruments") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares at any time and upon such terms and conditions and to such persons as the Directors may, in their absolute discretion, deem fit provided that:

NOTICE OF ANNUAL GENERAL MEETING

- (a) the aggregate number of Shares (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed fifty per centum (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of the passing of this Resolution, of which the aggregate number of Shares and convertible securities to be issued other than on a pro-rata basis to all shareholders of the Company shall not exceed twenty per centum (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the share capital of the Company;
- (b) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (a) above, the total number of issued shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company as at the date of the passing of this Resolution, after adjusting for:
 - (i) new shares arising from the conversion or exercise of any convertible securities;
 - (ii) new shares arising from exercising share options outstanding at the time this Resolution is passed; and
 - (iii) any subsequent bonus issue, consolidation or subdivision of shares;
- (c) and that such authority shall, unless revoked or varied by the Company in general meeting, continue in force (i) until the conclusion of the Company's next Annual General Meeting or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier or (ii) in the case of shares to be issued in accordance with the terms of convertible securities issued, made or granted pursuant to this Resolution, until the issuance of such shares in accordance with the term of such convertible securities.

(See Explanatory Note (iii) below)

(Resolution 9)

10. Authority to offer and grant share options and to allot and issue Shares under the Serial System Employee Share Option Scheme 2014

THAT pursuant to Section 161 of the Companies Act 1967 (Singapore), the Directors of the Company be and are hereby authorised to offer and grant share options in accordance with the provisions of the Serial System Employee Share Option Scheme 2014 (the "2014 Scheme"), and to allot and issue from time to time such number of Shares in the Company as may be required to be issued pursuant to the exercise of share options granted under the 2014 Scheme, provided that the aggregate number of Shares issued and issuable pursuant to the 2014 Scheme, when added to the aggregate number of Shares issued and issuable pursuant to all other share schemes of the Company, shall not exceed fifteen per centum (15%) of the total issued share capital (excluding treasury shares and subsidiary holdings) of the Company from time to time and provided also that, subject to such adjustments as may be made to the 2014 Scheme as a result of any variation in the capital structure of the Company.

(See Explanatory Note (iv) below)

(Resolution 10)

11. Proposed renewal of the Share Buyback Mandate

That:

- (a) for the purposes of the Companies Act 1967 (Singapore) (the "Act"), the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire the issued ordinary shares in the capital of the Company ("Shares") not exceeding in aggregate the Prescribed Limit (as hereinafter defined), at such price(s) as may be determined by the Directors of the Company from time to time up to the Maximum Price (as hereinafter defined), whether by way of:
 - (i) market purchases (each a "Market Purchase") on the Singapore Exchange Securities Trading Limited ("SGX-ST"); and/or

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- (ii) off-market purchases (each an “Off-Market Purchase”) effected otherwise than on the SGX-ST in accordance with any equal access scheme as may be determined or formulated by the Directors of the Company as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Act,

and otherwise in accordance with all other laws, regulations and the Listing Manual of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “Share Buyback Mandate”);

- (b) the authority conferred on the Directors of the Company pursuant to the Share Buyback Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the passing of this Resolution and expiring on the earlier of:

- (i) the date on which the next annual general meeting of the Company is held or is required by law to be held;
- (ii) the date on which the share buybacks have been carried out to the full extent of the Share Buyback Mandate; or
- (iii) the date on which the authority contained in the Share Buyback Mandate is varied or revoked;

- (c) in this Resolution:

“Prescribed Limit” means 89,632,791 Shares;

“Maximum Price” in relation to a Share to be purchased, means an amount (excluding brokerage, stamp duties, applicable goods and services tax and other related expenses) not exceeding:

- (i) in the case of a Market Purchase: 105% of the Average Closing Price; and
- (ii) in the case of an Off-Market Purchase: 120% of the Average Closing Price, where:

“Average Closing Price” means the average of the closing market prices of a Share over the last five (5) Market Days, on which transactions in the Shares were recorded, in the case of a Market Purchase, preceding the day of the Market Purchase or, as the case may be, the date of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs during the relevant 5-day period and the date of the Market Purchase; and

“date of the making of the offer” means the date on which the Company announces its intention to make an offer for the purchase or acquisition of Shares from its Shareholders, stating therein the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase; and

- (d) the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated by this Resolution.

(See Explanatory Note (v) below)

(Resolution 11)

By Order of the Board

Alex Wui Heck Koon
Company Secretary

Singapore
6 April 2022

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Explanatory Notes on Ordinary Business and Special Business to be transacted:

- (i) Ordinary Resolutions 4 and 5 are to re-elect Mr. Sean Goh Su Teng and Ms. Victoria Goh Si Hui who will be retiring by rotation pursuant to Article 88 of the Company's Constitution.

Mr. Sean Goh Su Teng will, upon re-election as a Director of the Company, remain as the Executive Director of the Company and Chief Operating Officer of the Group.

Ms. Victoria Goh Si Hui will, upon re-election as a Director of the Company, remain as the Executive Director of the Company.

Detailed information of Mr. Sean Goh Su Teng and Ms. Victoria Goh Si Hui are set out in the sections "Board of Directors" and "Corporate Governance Report" in the Annual Report and "Additional Information On Directors Seeking Re-election" in this Notice.

- (ii) Ordinary Resolutions 6 and 7 are to re-elect Mr. Goi Kok Ming Kenneth and Mr. Ravindran s/o Ramasamy who will be retiring by rotation pursuant to Article 89 of the Company's Constitution.

Mr. Goi Kok Ming Kenneth will, upon re-election as a Director of the Company, remain as the Non-Executive Director of the Company and will be considered non-independent.

Mr. Ravindran s/o Ramasamy will, upon re-election as a Director of the Company, remain as the Chairman of the Remuneration Committee and a member of the Audit Committee and Nominating Committee and will be considered independent for the purposes of Rule 704(8) of the Listing Manual of the SGX-ST.

Detailed information of Mr. Goi Kok Ming Kenneth and Mr. Ravindran s/o Ramasamy are set out in the sections "Board of Directors" and "Corporate Governance Report" in the Annual Report and "Additional Information On Directors Seeking Re-election" in this Notice.

- (iii) The proposed Ordinary Resolution No. 9, if passed, will empower the Directors of the Company from date of the above Annual General Meeting until the date of next annual general meeting, to allot and issue Shares and convertible securities in the Company up to an amount not exceeding fifty per centum (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, of which up to twenty per centum (20%) may be issued other than on a pro-rata basis. For the purpose of this resolution, the total number of issued Shares (excluding treasury shares and subsidiary holdings) is based on the Company's total number of issued shares (excluding treasury shares and subsidiary holdings) at the time this proposed Ordinary Resolution is passed after adjusting for new shares arising from the conversion or exercise of convertible securities, the exercise of share options outstanding at the time when this proposed Ordinary Resolution is passed and any subsequent bonus issue, consolidation or subdivision of shares.
- (iv) The proposed Ordinary Resolution No. 10, if passed, will empower the Directors of the Company to offer and grant share options under the 2014 Scheme (which was approved at an Extraordinary General Meeting of the Company held on 26 April 2014) and to allot and issue Shares pursuant to the exercise of share options under the 2014 Scheme up to an amount which, when added to the aggregate number of Shares issued and issuable pursuant to all other share schemes of the Company, shall not exceed fifteen per centum (15%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) of the Company from time to time and provided also that, subject to such adjustments as may be made to the 2014 Scheme as a result of any variation in the capital structure of the Company.
- (v) The proposed Ordinary Resolution 11, if passed, will empower the Directors of the Company from the date of the above Annual General Meeting to purchase or otherwise acquire Shares by way of Market Purchases or Off-Market Purchases, provided that the aggregate number of Shares to be purchased or acquired under the Share Buyback Mandate does not exceed the Prescribed Limit, and at such price or prices as may be determined by the Directors of the Company from time to time up to but not exceeding the Maximum Price. The information relating to this proposed Ordinary Resolution is set out in the Appendix I enclosed together with the Annual Report.

Important Notes:

1. The Annual General Meeting ("AGM") is being convened, and will be held, by 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. To minimise physical interactions and COVID-19 transmission risks, shareholders will not be able to attend the AGM in person. Shareholders will be able to watch the proceedings of the AGM through a live webcast via their mobile phones, tablets or computers or listen to these proceedings through a live audio feed via telephone. In order to do so, shareholders must pre-register at <https://agm-serialsystem.com/> ("AGM webcast registration and Q&A link") by 11.00 a.m. on Monday, 25 April 2022 ("Registration Deadline"), to enable the Company to verify their shareholder status. Following authentication of their status as shareholders, authenticated shareholders will receive an email by 9.00 p.m. on Tuesday, 26 April 2022 which contains a unique link, which they can click on to access the webcast and audio feed of the AGM proceedings. Shareholders who register by the Registration Deadline but do not receive the email response by 9.00 p.m. on Tuesday, 26 April 2022 may contact the Company for assistance at (65) 6510 2435 between 9.00 a.m. and 5.00 p.m. on Wednesday, 27 April 2022.

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3. Shareholders may submit questions, if any, relating to the resolutions to be tabled for approval at the AGM by 11.00 a.m. on Monday, 18 April 2022:
- (a) via the pre-registration link at <https://agm-serialsystem.com/>; or
 - (b) by post to the registered office of the Company at 8 Ubi View #05-01 Serial System Building Singapore 408554; or
 - (c) by email to ecomm@serialsystem.com.

Due to the current COVID-19 situation in Singapore, shareholders are strongly encouraged to submit questions electronically via the pre-registration link or email. The Company will address all substantial and relevant questions, at least seventy-two (72) hours prior to the closing date and time for the lodgment of the proxy forms, i.e. by Friday, 22 April 2022, by publishing the responses to such questions on the Company's website and SGXNet.

4. Shareholders (whether individual or corporate) who wish to exercise his/her/its voting rights at the AGM must appoint the Chairman of the Meeting as their proxy to attend, speak and vote on their behalf at the AGM. In appointing the Chairman of the Meeting as proxy, shareholders (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the instrument of proxy, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks/SRS Operators to submit their votes at least seven (7) working days before the date of the meeting (i.e. by 5.00 p.m. on Monday, 18 April 2022).

5. The Chairman of the Meeting, as proxy, needs not be a shareholder of the Company.
6. In the case of joint holders of a share, any one of such persons may vote by proxy, but if more than one of such person votes by proxy, only the vote of the person whose name stands first in the Register of Shareholders or (as the case may be) the Depository Register shall be counted.
7. The instrument appointing the Chairman of the Meeting as proxy must be submitted in the following manner:
- (a) If submitted by post, be deposited at the registered office of the Company at 8 Ubi View #05-01 Serial System Building Singapore 408554; or
 - (b) If submitted electronically, be submitted via email to ecomm@serialsystem.com.

in either case, by 11.00 a.m. on Monday, 25 April 2022, being no later than seventy-two (72) hours before the time appointed for holding the AGM, and in default the instrument of proxy shall not be treated as valid.

A shareholder who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, 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 in Singapore, shareholders are strongly encouraged to submit completed proxy forms via email.

8. The Company's annual report for the financial year ended 31 December 2021 ("Annual Report 2021") and the Appendix I to shareholders dated 6 April 2022 in relation to the proposed renewal of the Share Buyback Mandate ("Appendix I") may be accessed at:

https://www.serialsystem.com/wp-content/uploads/2022/04/SSL_AR_2021.pdf or
by scanning the QR code on the right.

The Annual Report 2021 and Appendix I will also be made available on SGXNET.



Important Reminder:

As the COVID-19 situation continues to evolve, we seek shareholders' understanding that further measures and/or changes to the AGM arrangements may be made in the ensuing days up to the day of the AGM. Shareholders are advised to check the SGXNET and the Company's website at <https://www.serialsystem.com> regularly for updates on the AGM.

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Personal Data Privacy:

By (a) submitting an instrument appointing the Chairman of the Meeting as proxy to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, (b) completing the pre-registration in accordance with this Notice, or (c) submitting any question prior to the Annual General Meeting in accordance with this Notice, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the following purposes:

- (i) processing, administration and analysis by the Company (or its agents or service providers) of proxy forms appointing the Chairman of the Meeting as proxy for the Annual General Meeting (including any adjournment thereof);
- (ii) processing of the pre-registration for purposes of granting access to members to the live webcast or live audio feed of the Annual General Meeting proceedings and providing them with any technical assistance where necessary;
- (iii) addressing substantial and relevant questions from members received before the Annual General Meeting and if necessary, following up with the relevant members in relation to such questions;
- (iv) preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof); and
- (v) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.

NOTICE OF BOOKS CLOSURE AND DIVIDEND PAYMENT DATE

NOTICE IS HEREBY GIVEN that the Share Transfer Books and Register of Shareholders of the Company will be closed on 27 May 2022 for the preparation of dividend warrants.

Duly completed registrable transfers received by the Company's Share Registrar, B.A.C.S. Private Limited at 77 Robinson Road #06-03 Robinson 77 Singapore 068896 up to 5.00 p.m. on 26 May 2022 will be registered to determine shareholders' entitlements to the proposed dividend.

Shareholders whose securities accounts with The Central Depository (Pte) Limited are credited with shares at 5.00 p.m. on 26 May 2022 will be entitled to the proposed dividend.

The proposed dividend, if approved by the shareholders at the Annual General Meeting to be held on 28 April 2022, will be paid on 3 June 2022.

By Order of the Board

Alex Wui Heck Koon
Company Secretary

Singapore
6 April 2022

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

The required disclosures under Rule 720 (6) of the Listing Manual of the SGX-ST of Directors of the Company who will be retiring and standing for re-election as Directors of the Company at the forthcoming AGM are set out below:-

Details	Name of Director			
	Sean Goh Su Teng	Victoria Goh Si Hui	Goi Kok Ming Kenneth	Ravindran s/o Ramasamy
Date of appointment	5 October 2021	26 January 2022	8 May 2019	14 August 2001
Date of last re-appointment	Not applicable	Not applicable	30 April 2020	29 April 2019
Age	42	29	48	62
Country of principal residence	Singapore	Singapore	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	The Board has reviewed and considered the recommendation of the Nominating Committee and has assessed the past contribution and suitability of Mr. Sean Goh Su Teng's requisite knowledge, capabilities and experiences to assume the responsibilities.	The Board has reviewed and considered the recommendation of the Nominating Committee and has assessed the past contribution and suitability of Ms. Victoria Goh Si Hui's requisite knowledge, capabilities and experiences to assume the responsibilities.	The Board has reviewed and considered the recommendation of the Nominating Committee and has assessed the past contribution and suitability of Mr. Goi Kok Ming Kenneth's requisite knowledge, capabilities and experiences to assume the responsibilities.	The Board has reviewed and considered the recommendation of the Nominating Committee and has assessed the past contribution and suitability of Mr. Ravindran s/o Ramasamy's requisite knowledge, capabilities, experiences and independency to assume the responsibilities.
Whether appointment is executive, and if so, the area of responsibility	The appointment is executive. Mr. Sean Goh Su Teng will continue his role as Group Chief Operating Officer to oversee the Group's business operations and optimize the Information technology, operational and asset management capabilities. He will also be working with the management and board members of Serial System Ltd to develop and execute corporate strategies	The appointment is executive. Ms. Victoria Goh Si Hui will continue her role as Vice President, Business Development & Marketing to manage the business and operation of the Group's consumer products distribution business as well as supply chain and inventory management of the Group. She will also be working with the management and board members of Serial System Ltd on corporate development and strategic planning of the Group.	Non-Executive	Non-Executive
Job title (e.g. Lead ID, AC Chairman, AC Member etc.)	Executive Director and Group Chief Operating Officer	Executive Director and Vice President, Business Development & Marketing	Non-Independent	Independent Director, Chairman of Remuneration Committee and member of Nominating and Audit Committee

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Name of Director			
	Sean Goh Su Teng	Victoria Goh Si Hui	Goi Kok Ming Kenneth	Ravindran s/o Ramasamy
Professional qualifications	<ul style="list-style-type: none"> Bachelor of Engineering degree with Honours from the Nanyang Technological University 	<ul style="list-style-type: none"> Bachelor of Business degree from the Nanyang Technological University 	<ul style="list-style-type: none"> Bachelor degree in Computer Information System from the California State University, Pomona, United States 	<ul style="list-style-type: none"> Bachelor of Law with Honours from the National University of Singapore Master of Law from the National University of Singapore
Any relationship (including immediate family relationships) with any existing Director, existing executive officer, the Company and/ or substantial shareholder of the Company or of any of its principal subsidiaries	Mr. Sean Goh Su Teng is the cousin of Mr. Derek Goh Bak Heng and uncle of Executive Director, Ms. Victoria Goh Si Hui. Mr. Derek Goh Bak Heng is the Group Chief Executive Officer and Substantial Shareholder of Serial System Ltd.	Ms. Victoria Goh Si Hui is the daughter of Mr. Derek Goh Bak Heng and niece of Mr. Sean Goh Su Teng. Mr. Derek Goh Bak Heng is the Group Chief Executive Officer and Substantial Shareholder of Serial System Ltd. Mr. Sean Goh Su Teng is an Executive Director and Group Chief Operating Officer of Serial System Ltd.	Mr. Goi Kok Ming Kenneth is the son of Mr. Goi Seng Hui. Mr. Goi Seng Hui is a Substantial Shareholder of Serial System Ltd.	No
Conflict of interest (including any competing business)	No	No	No	No
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the Company	Yes	Yes	Yes	Yes
Working experience and occupation(s) during the past 10 years	<ul style="list-style-type: none"> Sales Engineer with Serial Microelectronics Pte Ltd (wholly-owned subsidiary of Serial System Ltd) from June 2004 to December 2005 Product Manager with Serial Microelectronics Pte Ltd from January 2006 to December 2008 Marketing Director with Serial Microelectronics Pte Ltd from January 2009 to September 2009 	<ul style="list-style-type: none"> Corporate Development Executive with Serial Microelectronics Pte Ltd (wholly-owned subsidiary of Serial System Ltd) from August 2015 to February 2016 Business Development Executive (Management Trainee Program) with Future Electronics Inc. (Distribution) Pte. Ltd. from February 2016 to December 2016 	<ul style="list-style-type: none"> Director of Tee Yih Jia Food Manufacturing Pte Ltd from 1997 to present Director of Acelink Logistics Pte Ltd from 1999 to present Executive Director and Chief Operating Officer of GSH Corporation Limited from 2012 to present Non-Executive Director of Hanwell Holdings Limited from 2014 to present Non-Executive Director of Union Steel Holdings Limited from 2019 to present 	<ul style="list-style-type: none"> Practising as a Partner with Colin Ng & Partners LLP undertaking corporate and litigation works

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Name of Director			
	Sean Goh Su Teng	Victoria Goh Si Hui	Goi Kok Ming Kenneth	Ravindran s/o Ramasamy
	<ul style="list-style-type: none"> Vice President of Regional Marketing with Serial Microelectronics Pte Ltd from October 2009 to June 2011 Senior Vice President of Corporate Planning, Development and Regional Marketing with Serial Microelectronics Pte Ltd from July 2011 to June 2018 Group Senior Vice President and Chief Operating Officer of Consumer Products Distribution Division of Serial System Ltd from July 2018 to May 2019 Group Chief Operating Officer of Serial System Ltd from June 2019 to present 	<ul style="list-style-type: none"> Business Development Executive with Serial System Ltd from January 2017 to May 2018 Business Development Manager with Serial System Ltd from June 2018 to March 2019 Director, Business Development & Marketing of Serial System Ltd from April 2019 to December 2021 Vice President, Business Development & Marketing of Serial System Ltd from January 2022 to present 		
Shareholding interest in the listed issuer and its subsidiaries	Yes	Yes	No	No
Shareholding details	1.43% in Print-IQ Singapore Pte. Ltd., a 91.43% owned subsidiary of Serial System Ltd.	Direct interest - 171,000 shares of Serial System Ltd Deemed interest - 102,300 shares of Serial System Ltd	Not applicable	Not applicable
Other Principal Commitments including Directorships				
Past (for the last 5 years)	<ul style="list-style-type: none"> Achieva Technology Australia Pty Ltd Agricola Pte Ltd Edith-United International Pte. Ltd. Eunice Food Catering Pte. Ltd. Imperial Kitchen Catering Pte. Ltd. Nippon Denka Serial Pte. Ltd. 	Not applicable	<ul style="list-style-type: none"> GSH Investments Limited Super Elite Holdings Pte Ltd 	Independent Non-Executive Director of SGX-listed Best World International Ltd

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Name of Director			
	Sean Goh Su Teng	Victoria Goh Si Hui	Goi Kok Ming Kenneth	Ravindran s/o Ramasamy
	<ul style="list-style-type: none"> Serial AMSC Microelectronics Co., Ltd Serial Design Limited Serial I-Tech Strategic Holdings Franchising Pte. Ltd. Serial Netcom Co., Ltd. Tong Chiang Group Pte. Ltd. 			
Present	<p>Listed Companies</p> <ul style="list-style-type: none"> Serial System Ltd Bull Will Co., Ltd <p>Non-Listed Companies</p> <ul style="list-style-type: none"> Bull Will Trading (S) Pte. Ltd. G2 Unity Investment Pte. Ltd. <p>Group Companies (subsidiaries and associated companies) of Serial System Ltd</p> <ul style="list-style-type: none"> Achieva Technology Sdn. Bhd. Bast Global Sdn. Bhd. Bast Investment Pte. Ltd. Contract Sterilization Services Pte. Ltd. Hydra & Thermal Pte. Ltd. Inkcarters Pte. Ltd. Otsaw Digital Pte. Ltd. Otsaw Technology Solutions Pte. Ltd. Print IQ Co., Ltd Print-IQ Singapore Pte. Ltd. 	<p>Listed Companies</p> <ul style="list-style-type: none"> Serial System Ltd Bull Will Co., Ltd <p>Non-Listed Companies</p> <ul style="list-style-type: none"> Asian Prosperity Singapore Pte. Ltd. Bull Will Trading (S) Pte. Ltd. C & G Investment Pte Ltd G2 Unity Investment Pte. Ltd. Global Voice Pte Ltd Nuline Marketing Singapore Pte Ltd Teabrary International Pte. Ltd. Teabrary Investment Pte. Ltd. Yuan Premium Foods Pte. Ltd. <p>Group Companies (subsidiaries and associated companies) of Serial System Ltd</p> <ul style="list-style-type: none"> Bast Global Sdn. Bhd. Bast Investment Pte. Ltd. Contract Sterilization Services Pte. Ltd. 	<p>Listed Companies</p> <ul style="list-style-type: none"> Serial System Ltd GSH Corporation Limited Hanwell Holdings Limited Union Steel Holdings Limited <p>Non-Listed Companies</p> <ul style="list-style-type: none"> Acelink Logistics Pte Ltd Advanced Prestige Sdn. Bhd. Altheim International Limited Aspirasi Kukuh Sdn. Bhd. Borneo Ventures Pte Ltd City View Ventures Sdn. Bhd. Eastworth Source Sdn. Bhd. GSH (Middle East) Pte Ltd GSH (Xiamen) Property Development Pte Ltd GSH (Zhengzhou) Investments Pte Ltd GSH Facilities Management (Malaysia) Sdn. Bhd. 	Partner with Colin Ng & Partners LLP

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Name of Director			
	Sean Goh Su Teng	Victoria Goh Si Hui	Goi Kok Ming Kenneth	Ravindran s/o Ramasamy
	<ul style="list-style-type: none"> PT. Achieva Technology Indonesia PT. Serial Microelectronics Indonesia Satcom Icenter Limited SB Global Ventures Pte. Ltd. SCE Enterprise Pte. Ltd. Serial Electronics Investment Limited Serial Factoring (Thailand) Co., Ltd Serial Investment (Korea) Limited Serial Investment Taiwan Inc. Serial I-Tech (Far East) Pte. Ltd. Serial I-Tech (ME) Pte. Ltd. Serial Microelectronics (Shenzhen) Co., Ltd Serial Microelectronics (HK) Limited Serial Microelectronics Inc. Serial Microelectronics Information Limited Serial Microelectronics Korea Limited Serial Microelectronics Pte. Ltd. Serial Microelectronics Sdn. Bhd. Serial Multivision Pte. Ltd. 	<ul style="list-style-type: none"> CSS Medisys Pte. Ltd. Newstone Technology Limited SCE Enterprise Pte. Ltd. Serial Investment (Korea) Limited Serial Investment Pte Ltd Serial Investment Taiwan Inc. Serial Microelectronics (Shenzhen) Co., Ltd Serial Microelectronics (HK) Limited Serial Microelectronics Inc. Serial Microelectronics Information Limited Serial Microelectronics Korea Limited Serial Microelectronics Pte. Ltd. Serial System International Pte. Ltd. Stars Tea & Coffee Asia Pte. Ltd. 	<ul style="list-style-type: none"> GSH International Enterprise Pte Ltd GSH Island Investments Pte Ltd GSH Properties (Chongqing) Co., Ltd GSH Properties (Malaysia) Pte Ltd GSH Properties (PRC) Pte Ltd GSH Properties Pte Ltd Investasia Sdn. Bhd. Junhe Investment Pte Ltd Linyi Properties Sdn. Bhd. Mainfield Holdings Limited Mewabumi Sdn. Bhd. MXIM Holdings Pte Ltd Ocean View Point Pte Ltd Ocean View Ventures Pte Ltd Prime Peninsular Holdings Pte Ltd Qingdao Timi Supply Chain Co., Ltd Rainbow Properties Sdn. Bhd. Ritz Properties Sdn. Bhd. Sutera Harbour Golf & Country Club Berhad Sutera Harbour Resort Sdn. Bhd. Sutera Harbour Travel Sdn. Bhd. Sutera Yacht Services Sdn. Bhd. 	

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Name of Director			
	Sean Goh Su Teng	Victoria Goh Si Hui	Goi Kok Ming Kenneth	Ravindran s/o Ramasamy
	<ul style="list-style-type: none"> Serial System International Pte. Ltd. SerialTec (Japan) Co., Ltd SerialTec Pte. Ltd. SG Networks Pte. Ltd. SSTW Technology Pte. Ltd. Stars Tea & Coffee Asia Pte. Ltd. STECH Global Trading Pte. Ltd. Straitsmart Sdn. Bhd. Swift-Value Business Pte. Ltd. TeamPal Enterprise Corp. UniSerial Electronics Limited URG Pte. Ltd. 		<ul style="list-style-type: none"> Tee Yih Jia Food Manufacturing Pte Ltd The Little Shop Sdn. Bhd. The Sutera Harbour Group Sdn. Bhd. Twin Towers Properties Limited TYJ Group Pte Ltd Vive La Sdn. Bhd. Xing Asia Impel Sdn. Bhd. 	
Information Required Pursuant to Listing Rule 704(7)				
(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be partner?	No	No	No	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Name of Director			
	Sean Goh Su Teng	Victoria Goh Si Hui	Goi Kok Ming Kenneth	Ravindran s/o Ramasamy
(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a Director or an equivalent person or a key executive, at the time when he was a Director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a Director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	In March 2019, Tong Chiang Group Pte. Ltd., an associated company of the Group, went into a creditors' liquidation. Mr. Sean Goh Su Teng was an alternate director of Tong Chiang Group Pte. Ltd. from 28 August 2015 to 14 September 2018.	No	No	No
(c) Whether there is any unsatisfied judgment against him?	No	No	No	No
(d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No	No	No
(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No	No	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Name of Director			
	Sean Goh Su Teng	Victoria Goh Si Hui	Goi Kok Ming Kenneth	Ravindran s/o Ramasamy
(f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	In February 2017, a civil suit has been initiated by the Securities and Futures Investors Protection Center of Taiwan ("SFIPC") against amongst others; Bull Will Co., Ltd, (a 16.74% associated company of Serial System Ltd), its directors, independent directors, supervisors, accounting supervisors, legal shareholder, and external auditors. In June 2021, the civil suit was dismissed by the Taiwanese Court on the basis that they were without merit. SFIPC subsequently filed an appeal. The civil suit is currently in progress. Mr. Sean Goh Su Teng is Serial System Ltd's legal representative director of Bull Will Co., Ltd.	No	No	No
(g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No	No	No
(h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No	No	No
(i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No	No	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Name of Director			
	Sean Goh Su Teng	Victoria Goh Si Hui	Goi Kok Ming Kenneth	Ravindran s/o Ramasamy
(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of :-	No	No	No	No
(i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No	No	No	No
(ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No	No	No	No
(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No	No	No	No
(iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No	No	No	No
(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No	No	No	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Name of Director			
	Sean Goh Su Teng	Victoria Goh Si Hui	Goi Kok Ming Kenneth	Ravindran s/o Ramasamy
Disclosure applicable to the appointment of Director only				
<p>Any prior experience as a Director of an issuer listed on the Exchange?</p> <p>If Yes, please provide details of prior experience.</p> <p>If No, please state if the Director has attended or will be attending training on the roles and responsibilities of a Director of a listed issuer as prescribed by the Exchange.</p> <p>Please provide details of relevant experience and the Nominating Committee's reasons for not requiring the Director to undergo training as prescribed by the Exchange (if applicable).</p>				Not applicable

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SERIAL SYSTEM LTD

Company Registration No.199202071D
(Incorporated in the Republic of Singapore)

PROXY FORM ANNUAL GENERAL MEETING

This form of proxy has been made available on SGXNET and the Company's website at <https://www.serialsystem.com> and may be accessed at https://www.serialsystem.com/wp-content/uploads/2022/04/SSL_AR_2021.pdf
Printed copies of this form of proxy will not be despatched to members.

IMPORTANT:

1. To minimise physical interactions and COVID-19 transmission risks, a member will not be able to attend the Annual General Meeting ("AGM") in person. If a member (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it 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. In appointing the Chairman of the Meeting as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the Meeting for that resolution will be treated as invalid.
2. For CPF/SRS investors who have used their CPF/SRS monies to buy shares in Serial System Ltd, this form of proxy is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them. CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks/SRS Operators to submit their votes at least 7 working days before the date of the meeting (i.e. by 5.00 p.m. on 18 April 2022).
3. By submitting an instrument appointing the Chairman of the Meeting as proxy, a member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 6 April 2022.

I/We*, _____ (Name) _____ (NRIC/Passport/Co.Reg No.)

of _____ (Address)

being a member/members* of Serial System Ltd (the "Company"), hereby appoint:

The Chairman of the Meeting as my/our proxy* to attend, speak and vote for me/us* on my/our* behalf at the Annual General Meeting (the "AGM") of the Company to be convened by way of electronic means on Thursday, 28 April 2022 at 11.00 a.m. and at any adjournment thereof.

I/We direct the Chairman of the Meeting as my/our proxy* to vote for, against and/or* to abstain from voting on the resolutions to be proposed at the AGM as indicated below. **In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the Meeting as my/our proxy* for that resolution will be treated as invalid.**

(Voting will be conducted by poll. If you wish the Chairman of the Meeting as your proxy to exercise all your votes "For" or "Against" the relevant resolution or to abstain from voting on the relevant resolution, please indicate with an "X" in the relevant box provided below. Alternatively, if you wish the Chairman of the Meeting as your proxy to exercise some of your votes "For" or some of your votes "Against" the relevant resolution, and/or to abstain from voting on the relevant resolution, please insert the relevant number of votes in the relevant boxes provided below).

No.	Ordinary Resolutions relating to:	No. of Votes For	No. of Votes Against	No. of Votes Abstain
	Ordinary Business			
1	Adoption of Audited Financial Statements and Directors' Statement and Auditor's report for the financial year ended 31 December 2021			
2	Declaration of Final Cash Dividend as recommended by the Directors			
3	Approval of payment of Directors' Fees for the financial year ending 31 December 2022 payable quarterly in arrears			
4	Re-election of Mr. Sean Goh Su Teng as a Director of the Company			
5	Re-election of Ms. Victoria Goh Si Hui as a Director of the Company			
6	Re-election of Mr. Goi Kok Ming Kenneth as a Director of the Company			
7	Re-election of Mr. Ravindran s/o Ramasamy as a Director of the Company			
8	Re-appointment of Moore Stephens LLP as Auditors and authorisation for the Directors to fix their remuneration			
	Special Business			
9	Approval of Share Issue Mandate			
10	Authority to offer and grant Share Options and to allot and issue Shares under the Serial System Employee Share Option Scheme 2014			
11	Approval of renewal of the Share Buyback Mandate			

Dated this _____ day of _____ 2022

Total number of shares held in:	No. of shares
(a) CDP Register	
(b) Register of Members	

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

*Delete accordingly

IMPORTANT: PLEASE READ NOTES OVERLEAF



Explanatory Notes For Proxy Form

Notes:

1. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number of shares. If you have shares registered in your name in the Register of Members of the Company, 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 of proxy shall be deemed to relate to all the shares held by you.
2. To minimise physical interactions and COVID-19 transmission risks, a member will not be able to attend the AGM in person. If a member (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it 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. In appointing the Chairman of the Meeting as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the instrument of proxy, failing which the appointment of the Chairman of the Meeting for that resolution will be treated as invalid.
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 by 5.00 p.m. on Monday, 18 April 2022.
4. The Chairman of the Meeting, as proxy, need not be a member of the Company.
5. The instrument appointing the Chairman of the Meeting as proxy must be submitted in the following manner:
 - (a) If submitted by post, be deposited at the registered office of the Company at 8 Ubi View #05-01 Serial System Building Singapore 408554; or
 - (b) If submitted electronically, be submitted via email to ecomm@serialsystem.com.

in either case, by 11.00 a.m. on Monday, 25 April 2022, being no later than seventy-two (72) hours before the time appointed for holding the AGM, and in default the instrument of proxy shall not be treated as valid.

A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, 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 in Singapore, members are strongly encouraged to submit completed proxy forms via email.

6. The instrument appointing the Chairman of the Meeting as proxy must be signed under the hand of the appointer or by his/her attorney duly authorized in writing. Where the instrument is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorized officer.
7. Where an instrument appointing the Chairman of the Meeting as proxy is signed on behalf of the appointer by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company), be attached to the instrument of proxy, failing which the instrument may be treated as invalid.
8. The Company shall be entitled to reject an instrument of proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified on the instrument of proxy (including any related attachment). In addition, in the case of shares entered in the Depository Register, the Company may reject an instrument of proxy if the member, being the appointer, is not shown to have shares entered against his/her/its name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

Personal Data Privacy:

By submitting an instrument appointing the Chairman of the Meeting as proxy, the shareholder accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 6 April 2022.