

FORM OF PROXY

CDS Account No.	No. of Shares Held	Mobile/Contact Number

*I/We, _____

bearing *NRIC No./Passport No./Registration No. _____

of _____

being a member of **WILLOWGLEN MSC BERHAD** hereby appoint:-

First Proxy "A"

Full Name (in Block)	NRIC / Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

*and

Second Proxy "B"

Full Name (in Block)	NRIC / Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or the Chairman of the Meeting as *my/our proxy, to vote for *me/us on *my/our behalf at the Twenty-Seventh ("27th") Annual General Meeting ("AGM") of the Company to be held at **The Royal Selangor Golf Club, Banquet Hall, Jalan Kelab Golf, Off Jalan Tun Razak, 55000 Kuala Lumpur, Wilayah Persekutuan, Malaysia on Wednesday, 21 May 2025 at 10:00 a.m.** and any adjournment thereof, in the manner indicated below:-

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To re-elect Au Chun Choong, who is due to retire by rotation in accordance with Clause 124 of the Company's Constitution and being eligible, has offered himself for re-election		
2.	To re-elect Tan Jun, who is due to retire by rotation in accordance with Clause 124 of the Company's Constitution and being eligible, has offered herself for re-election		
3.	To re-elect Teh Chee Hoe, who is due to retire by rotation in accordance with Clause 124 of the Company's Constitution and being eligible, has offered himself for re-election		
4.	To approve the payment of Directors' fees amounting to RM199,000.00 for the financial year ended 31 December 2024		
5.	To approve the payment of Directors' benefits to the Independent Non-Executive Directors up to RM45,000.00 from a day after the Twenty-Seventh AGM until the date of the next AGM of the Company in the year 2026		
6.	To re-appoint Messrs. Baker Tilly Monteiro Heng PLT as Auditors of the Company until the conclusion of the next AGM and authorise the Directors to fix their remuneration		
7.	Retention of Au Chun Choong as an Independent Non-Executive Director		
8.	Authority to Issue Shares pursuant to the Companies Act 2016		
9.	Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature		
10.	Proposed Renewal of Share Buy-Back Authority for the Company to Purchase its Own Ordinary Shares up to 10% of the Total Number of Issued Shares of the Company		

(Please indicate with 'X' how you wish to cast your vote. In the absence of specific directions, the proxy may vote or abstain at his discretion.)

Signed this _____ day of _____, 2025.

* Delete if not applicable

* Signature / Common Seal of Shareholder

Notes:

- In respect of deposited securities, only members whose names appear in the Record of Depositors as at 14 May 2025 ("General Meeting Record of Depositors") shall be eligible to participate in the 27th AGM or appoint proxy(ies) to participate and/or vote in his/her stead.
- A member entitled to participate and vote at the 27th AGM of the Company shall be entitled to appoint more than one (1) proxy to participate, speak and vote in his/her stead. Where a member appoints more than one (1) proxy in relation to a meeting, the member shall specify the proportion of his/her shareholdings to be represented by each proxy, failing which the appointment shall be invalid.
- A proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate, speak and vote at the 27th AGM shall have the same rights as the member to participate, speak and vote at the 27th AGM.
- The instrument appointing a proxy shall be in writing under the hand of the member or of his/her attorney duly authorised in writing or, if the member is a corporation, either under common seal or under the hand of an officer or attorney duly authorised.
- Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("Omnibus Account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.



Notes:

6. The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, shall be deposited at the office of the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd. ("**BoardRoom**") at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan or alternatively, lodged electronically via BoardRoom Smart Investor Portal at <https://investor.boardroomlimited.com> or email to BoardRoom at bsr.helpdesk@boardroomlimited.com, not later than forty-eight (48) hours before the time set for holding the 27th AGM or any adjournment thereof. The lodging of the Form of Proxy does not preclude a member from attending and voting at the 27th AGM should he/she subsequently decides to do so, provided a notice of termination of proxy authority in writing is given to the Company and deposited at the office of the Company's Share Registrar, BoardRoom, at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than twenty-four (24) hours before the time stipulated for holding the 27th AGM or any adjournment thereof.
7. Any notice of termination of authority to act as proxy must be received by the Company not less than twenty-four (24) hours before the time stipulated for holding the 27th AGM or at any adjournment thereof, failing which, the termination of the authority of a person to act as proxy will not affect the following in accordance with Section 338 of the Companies Act 2016:-
 - (a) the constitution of the quorum at such meeting;
 - (b) the validity of anything he did as chairman of such meeting;
 - (c) the validity of a poll demanded by him at such meeting; or
 - (d) the validity of the vote exercised by him at such meeting.

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AFFIX
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WILLOWGLEN MSC BERHAD

[Registration No. 199801006521 (462648-V)]

c/o Boardroom Share Registrars Sdn. Bhd.

[Registration No. 199601006647 (378993-D)]

11th Floor, Menara Symphony,

No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13,

46200 Petaling Jaya, Selangor Darul Ehsan

Malaysia

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