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Extraordinary General Meeting Proxy Form

**BUSINESS REPLY SERVICE
PERMIT NO. 07289**



THE COMPANY SECRETARY
Singapore Exchange Limited
c/o Boardroom Corporate & Advisory Services Pte Ltd
50 Raffles Place #32-01
Singapore Land Tower
Singapore 048623

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Singapore Exchange Limited
Company Registration No. 199904940D
(Incorporated in the Republic of Singapore)

Postage will be
paid by
addressee. For
posting in
Singapore only.

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Extraordinary General Meeting Proxy Form

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

being a member(s) of Singapore Exchange Limited (the “Company”) hereby appoint:

Name	
Address	
NRIC/Passport Number	Proportion of Shareholdings (%)

and/or*

Name	
Address	
NRIC/Passport Number	Proportion of Shareholdings (%)

* Delete as appropriate

Important

- 1 Please refer to Note 5 for the address for submission of this proxy form.
- 2 For investors who have used their CPF monies to buy shares in Singapore Exchange Limited, the Circular to Shareholders dated 15 September 2011 is forwarded to them at the request of their CPF Approved Nominees and is sent For Information Only.
- 3 This Proxy Form is not valid for use by CPF investors and shall be ineffective for all intents and purposes if used or purportedly used by them.
- 4 CPF investors who wish to attend the Extraordinary General Meeting as Observers must submit their requests through their CPF Approved Nominees so that their CPF Approved Nominee may register with the Company’s Share Registrar. Please refer to Note 9.

or failing him/her, or if no person is named in the above boxes, the Chairman of the Extraordinary General Meeting of the Company, as my/our proxy/proxies to attend and to vote for me/us on my/our behalf, at the Extraordinary General Meeting of the Company to be held at **NTUC Auditorium, One Marina Boulevard, Level 7, Singapore 018989** on Thursday, 6 October 2011 at 10.30 a.m. (or as soon thereafter following the conclusion or adjournment of the Twelfth Annual General Meeting of the Company to be held at 10.00 a.m. on the same day and at the same place) and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for or against the Resolution to be proposed at the Extraordinary General Meeting as indicated hereunder. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/her/their discretion, as he/she/they will on any other matter arising at the Extraordinary General Meeting and at any adjournment thereof.

Ordinary Resolution	No. of Votes For**	No. of Votes Against**
To approve the proposed renewal of the Share Purchase Mandate.		

** If you wish to exercise all your votes “For” or “Against” the Resolution, please tick (✓) within the relevant box provided. Alternatively, if you wish to exercise your votes both “For” and “Against” the Resolution, please indicate the number of Shares in the boxes provided.

Dated this _____ day of _____ 2011

Signature(s) of Member(s) or Common Seal

Total Number of Shares Held

Notes:

- 1) The Chairman of the Extraordinary General Meeting will be exercising his right under Article 66(a) of the Articles of Association of the Company to demand a poll in respect of the resolution to be put to the vote of members at the Extraordinary General Meeting and at any adjournment thereof. Accordingly, such resolution at the Extraordinary General Meeting will be voted on by way of a poll.
- 2) 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 130A of the Companies Act, Chapter 50 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.
- 3) A member of the Company entitled to attend and vote at the Extraordinary General Meeting of the Company is entitled to appoint one or two proxies to attend and vote instead of him. A proxy need not be a member of the Company.
- 4) Where a member appoints two proxies, the appointments shall be invalid unless he specifies the proportion of his shareholding (expressed as a percentage of the whole) to be represented by each proxy.
- 5) **The instrument appointing a proxy or proxies (together with the power of attorney, if any, under which it is signed or a certified copy thereof) must be deposited at the office of the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623 not less than 48 hours before the time appointed for the Extraordinary General Meeting. Completion and return of the proxy form by a member will not prevent him from attending and voting at the Extraordinary General Meeting if he so wishes. In such event, the relevant proxy form will be deemed to be revoked.**
- 6) The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.
- 7) 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 Extraordinary General Meeting, in accordance with Section 179 of the Companies Act, Chapter 50 of Singapore.
- 8) The Company shall be entitled to reject the instrument appointing a proxy or proxies 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 of a proxy or proxies. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 48 hours before the time appointed for holding the Extraordinary General Meeting, as certified by The Central Depository (Pte) Limited to the Company.
- 9) **CPF Approved Nominees acting on the request of the CPF investors who wish to attend the Extraordinary General Meeting as Observers are requested to submit in writing, a list with details of the investors’ names, NRIC/Passport numbers, addresses and number of Shares held. The list, signed by an authorised signatory of the CPF Approved Nominee, should reach the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623, at least 48 hours before the time fixed for holding the Extraordinary General Meeting.**