

CDW HOLDING LIMITED

(Bermuda Company Registration No. 35127)
(Incorporated in Bermuda with limited liability)

PROXY FORM ANNUAL GENERAL MEETING

(Please see notes overleaf before completing this Form)

IMPORTANT:

1. This AGM (as defined below) will be held by electronic means pursuant to Covid-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. The Notice of AGM and this Proxy Form will also be sent to members by electronic means via publication on the Company's website at <https://cdw-holding.com.hk> and the SGXNet.
2. Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via "live" audio-and-video webcast or "live" audio-only feed), submission of questions to the Chairman (as defined below) in advance of the AGM, addressing of substantial and relevant questions at AGM and voting by appointing the Chairman as proxy at the AGM, are set out in the Notice of AGM dated 7 April 2021. This announcement may be accessed at the Company's website at <https://cdw-holding.com.hk> and the SGXNet.
3. Due to the current Covid-19 restrictions orders in Singapore, a member will not be able to attend the AGM in person. A member will also not be able to vote online on the resolutions to be tabled for approval at the AGM. A member (whether individual or corporate) must appoint the Chairman of the AGM ("Chairman") 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. The Chairman, as proxy, need not be a member.
4. PLEASE READ THE NOTES TO THE PROXY FORM.

I/We,

of

being a member/members of CDW Holding Limited (the "Company"), hereby appoint the Chairman of the Annual General Meeting ("AGM") as my/our proxy to vote for me/us on my/our behalf at the AGM of the Company to be convened and held by way of electronic means at 3.00 p.m. (Singapore time) on Friday, 30 April 2021 and at any adjournment thereof in the following manner:

No.	Resolutions relating to:	Number of Votes For ⁽¹⁾	Number of Votes Against ⁽¹⁾	Number of Votes Abstain ⁽¹⁾
1	Report of the Directors and the Audited Financial Statements of the Company for the year ended 31 December 2020			
2	Payment of proposed final dividend of 0.7 US cents per ordinary share (tax not applicable) for the year ended 31 December 2020 (2019: Interim dividend of 0.7 US cents per ordinary share (tax not applicable))			
3	Re-election of Mr. DY MO Hua Cheung, Philip as Director			
4	Re-election of Mr. MITANI Masatoshi as Director			
5	Re-election of Mr. CHONG Pheng as Director			
6	Approval of Directors' fees up to SG\$300,000 for the year ending 31 December 2021			
7	Re-appointment of Ernst & Young in Hong Kong as Auditor and to authorise Directors to fix their remuneration			
8	Authority to issue shares			
9	Authority to issue shares under the CDW Employee Share Option Scheme 2018			
10	Authority to issue shares under the CDW Share Performance Scheme 2018			
11	Approval of the continued appointment of Mr. MITANI Masatoshi as Independent Director by shareholders			
12	Approval of the continued appointment of Mr. MITANI Masatoshi as Independent Director by shareholders (excluding directors, chief executive officer, and their associates)			
13	Approval of the continued appointment of Mr. CHONG Pheng as Independent			
14	Approval of the continued appointment of Mr. CHONG Pheng as Independent Director by shareholders (excluding directors, chief executive officer, and their associates)			
15	Approval of the continued appointment of Mr. LAI Shi Hong, Edward as Independent Director by shareholders			
16	Approval of the continued appointment of Mr. LAI Shi Hong, Edward as Independent Director by shareholders (excluding directors, chief executive officer, and their associates)			

⁽¹⁾ If you wish to exercise all your votes "For" or "Against" or "Abstain", please tick within the box provided. Alternatively, please indicate the number of votes as appropriate.

In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the AGM as your proxy for that resolution will be treated as invalid.

Dated this day of 2021

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

Total Number of Shares Held:	
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*Delete where inapplicable

IMPORTANT: PLEASE READ THE NOTES TO PROXY FORM BELOW

Notes:

1. 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 81SF of the Securities and Futures Act of Singapore (Chapter 289)), you should insert that number. If you have shares registered in your name in the Register of Members of the Company, you should insert that number. 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. If no number is inserted, this proxy form shall be deemed to relate to all the Shares held by you.
2. Due to the current Covid-19 restriction orders in Singapore, members will not be able to attend the AGM in person. A member (whether individual or corporate) will also not be able to vote online on the resolutions to be tabled for approval at the AGM and must appoint the Chairman of the AGM 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 rights at the AGM. Please note that a member may not vote at the Meeting otherwise than by way of appointing the Chairman of the Meeting as the member's proxy. The Chairman, as proxy, need not be a member.
3. This proxy form may be accessed at the Company's website at <https://cdw-holding.com.hk/> and the SGXNet. Where a member (whether individual or corporate) appoints the Chairman 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 as proxy for that resolution will be treated as invalid.
4. The instrument appointing the Chairman of the AGM as proxy must be under the hand of the appointor or of his/her attorney duly authorised in writing. Where the instrument appointing the Chairman of the AGM as proxy is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the instrument appointing the Chairman of the AGM as proxy is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument.
5. 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 78 of the Companies Act 1981 of Bermuda.
6. This Proxy Form must be submitted in the following manner:
 - (a) if submitted by post, be deposited at the Registered Office of the Company's Share Transfer Agent in Singapore, Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or
 - (b) if submitted electronically, be sent via email to srs.teamc@boardroomlimited.com;

in either case, by 3.00 p.m. on 28 April 2021, being not less than forty-eight (48) hours before the time appointed for 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 before scanning and sending it by 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.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing the Chairman as a proxy, the member of the Company accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 7 April 2021.

General:

The Company shall be entitled to reject the instrument appointing the Chairman of the AGM as proxy if it is incomplete, improperly completed, illegible, or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing the Chairman of the AGM as proxy. In addition, in the case of a member whose shares are entered in the Depository Register, the Company may reject any instrument appointing the Chairman of the AGM as proxy lodged if the member, being the appointor, is not shown to have shares entered against his/her/its name in the Depository Register as at forty-eight (48) hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.