

CDW HOLDING LIMITED

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

ANNUAL GENERAL MEETING – DEPOSITOR PROXY FORM

We, The Central Depository (Pte) Limited (“CDP”), being a Member of **CDW HOLDING LIMITED**, (the “Company”), pursuant to a proxy form lodged or to be lodged by us with the Company (the “CDP Proxy Form”), have appointed, or will be appointing the person whose name and particulars are set out in Part I below (the “Depositor(s)”), in respect of such number of shares (the “Depositor(s) Shares”) set out against his/her/its name in the Depository Register maintained by CDP as at 26 April 2023 (the “Cut Off Date”), as our proxy to vote for us on our behalf at the Annual General Meeting (the “AGM”) of the Company to be held way of electronic means on **Friday, 28 April 2023 at 3.00 p.m.** and at any adjournment thereof.

I.

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OR, in the event the Company receives a Depositor Proxy Form which is:

- (i) duly completed and signed/executed by the said Depositor(s); and
- (ii) submitted by the requisite time and date, and to the requisite office as indicated below,

we hereby appoint the person or persons (“Appointee(s)”) whose details are given in Part II(a) and (b), provided that such details have been verified in Part V by affixing of the seal or signature of or on behalf of the persons named in Part I, and on the basis that such person or persons are authorised to vote in respect of the proportion of the shareholding referred to in Part II or if no proportions are so reflected, in respect of the whole of the said shareholding:

II.

	Name	Address	NRIC/ Passport Number	Proportion of Shareholdings %
(a)				
and/or (delete as appropriate)				
(b)				

or failing the person, or either or both of the persons referred to above, the Chairman of the AGM as our proxy/proxies to vote for us on our behalf at the AGM. The Appointee(s) is/are hereby directed to vote for or against the resolutions to be proposed at the AGM as indicated hereunder. If no direction as to voting is given, the Appointee(s) may vote or abstain at his/her/their discretion, as he/she/they will on any other matter arising at the AGM.

We further hereby authorise and direct the Company to accept this form (“Depositor Proxy Form(s)”) in lieu of the CDP Proxy Form in respect of the Depositor(s) Shares and the CDP Proxy Form, to the extent it relates to the appointment of the said Depositor(s) as our proxy in respect of the Depositor(s) Shares, shall be of no force or effect whatsoever.

III.

No.	Resolutions relating to:	Number of Votes For ⁽¹⁾	Number of Votes Against ⁽¹⁾	Number of Votes Abstain ⁽¹⁾
1.	To receive and adopt the Report of the Directors and the Audited Financial Statements of the Company for the year ended 31 December 2022 together with the Independent Auditors’ Report thereon.			
2.	To declare a final dividend of 0.7 US cents per ordinary share (tax not applicable) for the year ended 31 December 2022 (2021: Final dividend of 0.7 US cents per ordinary share (tax not applicable)).			
3.	Re-election of Mr. LAI Shi Hong, Edward as Director			
4.	Re-election of Mr. CHONG Pheng as Director			
5.	Re-election of Mr. CHEUNG Chi Ming as Director			
6.	To approve the payment of Directors’ fees up to SG\$375,000 for the year ending 31 December 2023 (2022: SG\$300,000).			
7.	To re-appoint RSM Chio Lim LLP and RSM Hong Kong as the Joint Auditors of the Company and to authorise the Directors of the Company to fix their remuneration.			
8.	Authority to issue shares			
9.	Authority to issue shares under the CDW Employees’ Share Option Scheme 2018			
10.	Authority to issue shares under the CDW Share Performance Scheme 2018			

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

(Please indicate with an “X” in the space provided whether you wish your vote to be cast “For” or “Against”, or to “Abstain” the relevant Resolutions as set out in the Notice of the AGM dated 6 April 2023)

Dated this day of 2023

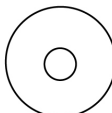
IV. The Central Depository (Pte) Limited



Signature of Director

TO BE COMPLETED BY DEPOSITOR(S) IF HE/SHE/IT WISHES TO NOMINATE A PROXY/PROXIES UNDER PART II

V.

For Individuals:	For Corporations:	
Signature of Direct Account Holder	Signature of Director Signature of Director/Secretary	

IMPORTANT : PLEASE READ NOTES OVERLEAF CAREFULLY BEFORE COMPLETING THIS DEPOSITOR PROXY FORM

IMPORTANT : PLEASE READ NOTES BELOW

- (1) **Due to the current COVID-19 situation in Singapore, the AGM will be convened, and will be held, via electronic means in accordance with the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020.**
- (2) Arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast, live audio-only webcast or live audio-only stream), submission of questions to the Chairman of the AGM in advance of the AGM, submission of questions during the AGM via an online chat box, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman of the AGM as proxy at the AGM and/or voting electronically during the AGM, are set out in the accompanying Company's Circular dated 6 April 2023.

Part II 1) A Depositor who is a natural person need not submit this Depository Proxy Form if he is attending the AGM virtually.

A Depositor(s) may appoint not more than two Appointees, who shall be natural persons, to attend and vote in his/her/its place as proxy for CDP in respect of his/her/its shareholding by completing Part II(a) and/or (b).

Where a Depositor(s) is a corporation and wishes to be represented at the AGM, it must appoint an Appointee/Appointees to attend and vote as proxy for CDP at the AGM in respect of its shareholdings.

- 2) A Depositor(s) who wishes to appoint more than one Appointee must specify the proportion of shareholdings (expressed as a percentage of the whole) to be represented by each Appointee. If no proportion of shareholdings is specified, the Appointee whose name appears first shall be deemed to carry 100 per cent of the shareholding of his/her appointor and the Appointee whose name appears second shall be deemed to be appointed in the alternate.

Part III Please indicate with an "X" in the appropriate box against each resolution how you wish the Appointee to vote. If this proxy form is deposited without any indication as to how the Appointee shall vote, the Appointee may vote or abstain from voting at his/her discretion.

Part V 1) This Depositor Proxy Form, duly completed, must be deposited by the Depositor(s) via the following delivery options:

- (i) Deposited at the office of the Company's Singapore share transfer agent, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632;
- (ii) If submitted electronically, be sent via email to srs.teamc@boardroomlimited.com;
- (iii) Via the pre-registration website at the URL: <https://go.lumiengage.com/cdw2023aqmsgm>

in either case, **not less than 48 hours before the time appointed for the AGM.**

A Depositor who wishes to submit the Depositor Proxy Form must first download, complete and sign the Depositor 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 the Depositor Proxy Forms by post, members are strongly encouraged to submit completed the Depositor Proxy Forms electronically via email.

- 2) If a Depositor(s) wishes to appoint an Appointee/Appointees, this Depositor Proxy Form must be signed by the Depositor(s) or his/her/its attorney duly authorised in writing. In the case of Joint Depositor(s), all Joint Depositor(s) must sign this Depositor Proxy Form. If the Depositor(s) is a corporation, this Depositor(s) Proxy Form must be executed under its common seal or under the hand of an officer or attorney duly authorised. The power of attorney or other authority appointing the attorney or a notarially/duly certified copy thereof must be attached to this Depositor Proxy Form if it is signed by an attorney.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s), the Direct Account Holder or Depository Agent accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 6 April 2023.

GENERAL

The Company shall be entitled to reject any Depositor Proxy Form which is incomplete, improperly completed or illegible or where the true intentions of the Depositor(s) are not ascertainable from the instructions of the Depositor(s) specified on any Depositor Proxy Form. It is the Depositor(s)' responsibility to ensure that this Depositor Proxy Form is properly completed. Any decision to reject this Depositor Proxy Form on the grounds that it is incomplete, improperly completed or illegible will be final and binding and neither the Company, CDP nor Boardroom Corporate & Advisory Services Pte. Ltd. accepts any responsibility for the consequences of such a decision. Completion and return of this Depositor Proxy Form by a Depositor will not prevent him/her/it from attending and voting in person at the Meeting as proxy of CDP if he/she/it subsequently wishes to do so.