

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“AGM”) of Azeus Systems Holdings Ltd. (the “Company” or “Azeus”) will be convened and held at Hall 406 (Level 4), Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Suntec City, Singapore 039593 and by electronic means on Monday 12 July 2021 at 10:00 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 March 2021, together with the Directors’ Statement and the Auditor’s Report thereon. **[Resolution 1]**
2. To declare a first and final dividend of 39.0 HK cents per share for the financial year ended 31 March 2021. **[Resolution 2]**
3. To approve the payment of Directors’ Fees of S\$78,000 for the financial year ended 31 March 2021. [2020: S\$78,000] **[Resolution 3]**
4. To re-elect Ms Lam Pui Wan, a Director who retires pursuant to Bye-Law 104 of the Company’s Bye-Laws. **[See Explanatory Note (i)]** **[Resolution 4]**
5. To re-elect Mr Chan Ching Chuen, a Director who retires pursuant to Bye-Law 104 of the Company’s Bye-Laws. **[See Explanatory Note (ii)]** **[Resolution 5]**
6. Contingent upon the passing of Resolution 5 above and pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the Singapore Exchange Securities Trading Limited (the “SGX-ST”) which takes effect from 1 January 2022, shareholders to approve Mr Chan Ching Chuen’s continued appointment as an Independent Director, this Resolution to remain in force until the earlier of his retirement or resignation as a Director or the conclusion of the third AGM following the passing of this Resolution. **[See Explanatory Note (iii)]** **[Resolution 6]**
7. Contingent upon the passing of Resolution 6 above and pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST which takes effect from 1 January 2022, shareholders excluding the Directors, the Chief Executive Officer and their associates, to approve Mr Chan Ching Chuen’s continued appointment as an Independent Director, this Resolution to remain in force until the earlier of his retirement or resignation as a Director or the conclusion of the third AGM following the passing of this Resolution. **[See Explanatory Note (iii)]** **[Resolution 7]**
8. Pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST which takes effect from 1 January 2022, shareholders to approve Mr Koji Miura’s continued appointment as an Independent Director, this Resolution to remain in force until the earlier of his retirement or resignation as a Director or the conclusion of the third AGM following the passing of this Resolution. **[See Explanatory Note (iii)]** **[Resolution 8]**
9. Contingent upon the passing of Ordinary 8 above and pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST which takes effect from 1 January 2022, shareholders excluding the Directors, the Chief Executive Officer and their associates, to approve Mr Koji Miura’s continued appointment as an Independent Director, this Resolution to remain in force until the earlier of his retirement or resignation as a Director or the conclusion of the third AGM following the passing of this Resolution. **[See Explanatory Note (iii)]** **[Resolution 9]**
10. To re-appoint Messrs PricewaterhouseCoopers LLP as Auditors and to authorize the Directors to fix their remuneration. **[Resolution 10]**

NOTICE OF ANNUAL GENERAL MEETING

As Special Business

To consider and if deemed fit to pass the following Ordinary Resolutions with or without modifications:-

11. Authority to allot and issue shares

That pursuant to Rule 806 of the Listing Manual of SGX-ST, authority be and is hereby given to the Directors of the Company to allot and issue whether by way of rights, bonus or otherwise (i) shares; (ii) convertible securities; (iii) additional convertible securities (where an adjustment to the number of convertible securities to which a holder is originally entitled to, is necessary as a result of any rights, bonus or other capitalization issues by the Company), notwithstanding that such authority may have ceased to be in force at the time such additional convertible securities are issued, provided that the adjustment does not give the holder of the convertible securities a benefit that a shareholder does not receive; and/or (iv) shares arising from the conversion of securities in (ii) and additional convertible securities in (iii) above, notwithstanding that such authority may have ceased to be in force at the time the shares are to be issued, and any such issue may be made at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit,

Provided that:-

- (i) the aggregate number of shares and convertible securities to be issued pursuant to this resolution shall not exceed 50% of the total number of the issued shares (excluding treasury shares and subsidiary holdings) of the Company, of which the aggregate number of shares and convertible securities issued other than on a pro rata basis to existing shareholders of the Company shall not exceed 20% of the total number of the issued shares (excluding treasury shares and subsidiary holdings) of the Company;
- (ii) subject to such manner of calculation as may be prescribed by the SGX-ST, for the purpose of this Resolution, the percentage of the issued share capital shall be based on the Company's total number of the issued shares (excluding treasury shares and subsidiary holdings) at the time this resolution is passed, after adjusting for:
 - (a) new shares arising from the conversion or exercise of any convertible securities;
 - (b) new shares arising from exercise of share options or vesting of share awards, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual of the SGX-ST; and
 - (c) any subsequent bonus issue, consolidation or subdivision of shares;

Adjustments in accordance to subparagraph (ii)(a) and (ii)(b) above are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution.

- (iii) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Bye-Laws for the time being of the Company; and
- (iv) (Unless revoked or varied by the Company in a general meeting) such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.

[See Explanatory Note (iv)]

[Resolution 11]

NOTICE OF ANNUAL GENERAL MEETING

12. THE PROPOSED ADOPTION OF THE SHARE BUY-BACK MANDATE

That:

- (a) for the purposes of the Bermuda Companies Act and otherwise in accordance with the rules and regulations of the SGX-ST, the exercise by the Directors of all the powers of the Company to purchase or otherwise acquire issued ordinary shares in the capital of the Company (the “**Shares**”) not exceeding in aggregate the Maximum Percentage (as hereafter defined), at such price(s) as may be determined by the Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:
- (i) on-market purchases through the SGX-ST’s ready market, or as the case may be, on any other stock exchange on which the Shares may for the time being be listed and quoted (the “**Other Exchange**”), through one or more duly licensed stockbrokers appointed by the Company for the purpose (“**Market Purchases**”); and/or
 - (ii) off-market purchases in accordance with an equal access scheme or schemes as may be determined or formulated by the Directors as they consider fit as defined in Section 76C of the Companies Act (“**Off-Market Purchases**”),
- and otherwise in accordance with all other laws and regulations and rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “**Share Buy-back Mandate**”);
- (b) unless varied or revoked by the Company in general meeting prior to the next annual general meeting, the authority conferred on the Directors pursuant to the Share Buy-Back Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:
- (i) the date on which the next annual general meeting of the Company is held;
 - (ii) the date on which the next annual general meeting of the Company is required by law to be held; and
 - (iii) the date on which the purchases or acquisitions of Shares by the Company pursuant to the Share Buy-back Mandate are carried out to the full extent mandated; and
- (c) the Directors 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.

In this Resolution:

“**Average Closing Price**” means:

- (i) in the case of a Market Purchase, the average of the Closing Market Prices (as defined below) of a Share over the last five Market Days on which the Shares are transacted on the SGX-ST or, as the case may be, the Other Exchange on which the Shares are listed or quoted, immediately preceding the date of the Market Purchase by the Company; or
- (ii) in the case of an Off-Market Purchase, the average of the Closing Market Prices (as defined below) of a Share over the last five Market Days on which the Shares are transacted on the SGX-ST or, as the case may be, the Other Exchange, immediately preceding the date of the making of the offer pursuant to the Off-Market Purchase,

and deemed to be adjusted, in accordance with the listing manual of the SGX-ST (as amended or modified from time to time) for any corporate action that occurs during such five Market Day period and 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.

NOTICE OF ANNUAL GENERAL MEETING

"Bermuda Companies Act" means the Companies Act 1981 of Bermuda, as amended or modified from time to time.

"Closing Market Price" means the last dealt price for a Share transacted through the SGX-ST's trading system as shown in any publication of the SGX-ST or other sources.

"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 Shareholders, stating therein the relevant terms of the equal access scheme for effecting the Off-Market Purchase.

"Market Day" means a day on which the SGX-ST is open for trading in securities.

"Maximum Percentage" means that number of issued Shares representing 10.0% of the issued Shares as at the date of the passing of this Resolution, unless the Company has, at any time during the Relevant Period, effected a reduction of the share capital of the Company in accordance with the applicable provisions of the Bermuda Companies Act, in which event the total number of issued Shares of the Company shall be taken to be the total number of issued Shares as altered by the capital reduction. Any Shares which are held as Treasury Shares will be disregarded for purposes of computing the 10.0% limit.

"Maximum Price" in relation to a Share to be purchased or acquired, means the purchase price (excluding related brokerage, commission, goods and services tax, stamp duties, clearance fees and other related expenses (where applicable)) which shall not exceed:

- (i) in the case of a Market Purchase, 105.0% of the Average Closing Price of the Shares; and
- (ii) in the case of an Off-Market Purchase pursuant to an equal access scheme, 120.0% of the Average Closing Price of the Shares.

"Relevant Period" means the period commencing from the date on which the last annual general meeting of the Company was held and expiring on the date the next annual general meeting of the Company is held or is required by law to be held, whichever is the earlier, after the date of this Resolution. **[Resolution 12]**

13. To transact any other business that may properly be transacted at an Annual General Meeting.

By Order of the Board

Yap Wai Ming
Company Secretary
Singapore, 18 June 2021

NOTICE OF ANNUAL GENERAL MEETING

Explanatory Notes

- (i) **Resolution 4**, Ms Lam Pui Wan if re-elected, will remain as an Executive Director of the Company.
- (ii) **Resolution 5**, Mr Chan Ching Chuen an Independent Director if re-elected, will remain as Chairman of the Nominating Committee and a Member of the Audit and Remuneration Committees. He will be considered independent for the purposes of Rule 704(8) of the Listing Manual of the SGX-ST subject to passing of resolutions 6 and 7. Mr Chan Ching Chuen has no relationship (including immediate family relationships) with the rest of the Directors, the Company, its related corporation, its 10% shareholders or its officers.

Further information on the abovementioned directors can be found under the section title “Board of Directors”, “Corporate Governance Report” and “Disclosure of Information on Directors’ Seeking Re-election” of the Annual Report 2021.

- (iii) **Resolutions 6, 7, 8 and 9** – On 6 August 2018, the SGX-ST amended the Listing Manual following the publication of the Code of Corporate Governance 2018 by the Monetary Authority of Singapore. As part of the amendments to the Code of Corporate Governance 2018, certain guidelines from the Code of Corporate Governance 2012 were shifted into the Listing Manual for mandatory compliance. On 28 November 2018, the SGX-ST issued the Transitional Practice Note 3 to establish transitional arrangements for certain guidelines shifted into the Listing Manual. Pursuant thereto and in respect of Rule 210 (5)(d)(iii) of the Listing Manual of the SGX-ST, to ensure that the independence designation of a director who has served for more than 9 years as at and from 1 January 2022 is not affected, the Company is seeking to obtain shareholders’ approvals for Mr Chan Ching Chuen and Mr Koji Miura’s continued appointment as independent directors of the Company prior to 1 January 2022, as they have each served on the Board of the Company for more than 9 years. Rule 210 (5)(d)(iii) of the Listing Manual of the SGX-ST provides that continued appointment as independent director, after an aggregate period of more than 9 years on the board, must be sought and approved in separate resolutions by (A) all shareholders and (B) shareholders excluding directors, chief executive officer, and their associates.
- (iv) **Resolution 11**, if passed, will authorise the Directors of the Company to allot and issue shares and convertible securities in the capital of the Company up to an amount not exceeding 50% of the total number of issued shares of the Company (excluding treasury shares and subsidiary holdings), of which up to 20% may be issued other than on a pro-rata basis to the shareholders of the Company. The Company cannot rely on the authority given under Resolution 11 for an issue of convertible securities if the maximum number of shares to be issued upon conversion cannot be determined at the time of issue of the convertible securities.

NOTICE OF ANNUAL GENERAL MEETING

IMPORTANT INFORMATION

The Annual General Meeting is being convened, and will be held physically pursuant to the COVID-19 (Temporary Measures) (Control Order) Regulations 2020 (“Physical Meeting”) and 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 (“Virtual Meeting”).

Shareholders of the Company (“**Shareholders**”) should take note of the following arrangements for the conduct of the AGM on 12 July 2021:

(a) Attendance

Due to current COVID-19 restrictions, the Company will restrict the number of attendees at the Physical Meeting to 50 persons and the Directors shall determine such number of shareholders attending the Physical Meeting in compliance with the Ministry of Health (“MOH”) advisory.

Virtual Meeting	Physical Meeting
<p><u>Pre-registration</u></p> <p>Proceedings of the AGM will be broadcasted through live audiovisual and audio-only feeds (“Live Webcast”).</p> <p>All Shareholders must pre-register online at the URL: https://conveneagm.sg/azeusagm2021 for verification purposes by 10.00 a.m. on 10 July 2021.</p> <p>Shareholders who are appointing Proxyholder(s) to attend the Virtual Meeting should inform his/her Proxyholder(s) to pre-register at the URL: https://conveneagm.sg/azeusagm2021 not less than forty-eight (48) hours before the time appointed for the holding of the AGM (i.e. by 10:00 a.m. on 10 July 2021), failing which the appointment shall be invalid.</p> <p>Following verification, the Company will provide authenticated Shareholders and Proxyholders with a confirmation email by 11 July 2021 (“Confirmation Email for Virtual Meeting”) via the e-mail address provided during pre-registration or as indicated in the Proxy Form to access the Live Webcast to:</p> <ul style="list-style-type: none"> (i) Watch the live feed of the AGM proceedings via the login credentials created during pre-registration or login with their Singpass account; or (ii) Observe the AGM proceedings by dialing in to the telephone number provided in the email. <p>Please use the registered identification credentials to access the Live Webcast. Shareholders must not forward the above mentioned link or telephone number to other persons who are not Shareholders and who are not entitled to attend the AGM. This is also to avoid any technical disruptions or overload to the Live Webcast</p>	<p><u>Pre-registration</u></p> <p>AGM will be held at Hall 406 (Level 4), Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Suntec City, Singapore 039593.</p> <p>All Shareholders must pre-register online at the URL: https://conveneagm.sg/azeusagm2021 for verification purposes by 10.00 a.m. on 10 July 2021.</p> <p>Due to limited number of attendees at the AGM venue in compliance with MOH advisory, the Company reserves the right to select verified Shareholders for attendance at the AGM venue based on pre-registration by Shareholders who have indicated interest to attend the AGM physically.</p> <p>Shareholders who are appointing Proxyholder(s) to attend the Physical Meeting on his/her behalf should inform his/her Proxyholder(s) to pre-register and specify his/her/their intention to attend the Physical Meeting at the URL: https://conveneagm.sg/azeusagm2021 and indicate not less than forty-eight (48) hours before the time appointed for the holding of the AGM (i.e. by 10:00 a.m. on 10 July 2021), failing which the appointment shall be invalid.</p> <p>Authenticated Shareholders and Proxyholders who are successful in the pre-registration to attend the Physical Meeting will receive an email by 11 July 2021 (“Confirmation Email for Physical Meeting”) via the e-mail address provided during pre-registration or as indicated in the Proxy Form.</p>

NOTICE OF ANNUAL GENERAL MEETING

<p>Shareholders who have registered by 10:00 a.m. on 10 July 2021 but have not received the Confirmation Email for Virtual Meeting by 11 July 2021, please email to: support@conveneagm.com.</p> <p>if you have any queries on the Live Webcast, please email to: support@conveneagm.com or call the Singapore toll-free telephone number +65 6856 7330.</p>	<p>Authenticated Shareholders who are unsuccessful in the pre-registration to attend the Physical Meeting will receive Confirmation Email for Virtual Meeting by 11 July 2021 to attend the Virtual Meeting to access the Live Webcast to:</p> <ul style="list-style-type: none">(i) Watch the live feed of the AGM proceedings via the login credentials created during pre-registration or login with their Singpass account; or(ii) Observe the AGM proceedings by dialing in to the telephone number provided in the email. <p>Shareholders who have registered by 10.00 a.m. on 10 July 2021 but have not received the Confirmation Email for Physical Meeting or the Confirmation Email for Virtual Meeting, as the case may be, by 11 July 2021, please email to: support@conveneagm.com.</p> <p>If you have any queries on the attendance at the AGM venue, please email to: support@conveneagm.com or call the Singapore toll-free telephone number +65 6856 7330.</p>
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(b) Questions Relating to the Agenda of the AGM:

- (i) Submitting questions in advance of the AGM

Shareholders and Investors can submit questions in advance relating to the business of the AGM either via:

- (a) deposited at the office of the Company's Share Transfer Agent in Singapore, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place #32-01, Singapore Land Tower, Singapore 048623; or
- (b) electronic mail to: support@conveneagm.com; or
- (c) pre-registration website at the URL: <https://conveneagm.sg/azeusagm2021>

Questions submitted in this manner must be submitted not less than **forty-eight (48)** hours before the time appointed for the holding of the AGM.

The Company will endeavour to respond to substantial and relevant questions received from Shareholders and Proxyholders via SGXNET and the Company's website prior to the AGM, or during the AGM.

NOTICE OF ANNUAL GENERAL MEETING

- (ii) Submitting questions during the AGM

Virtual Meeting	Physical Meeting
<p>Shareholders and Proxyholders who pre-registered and are verified to attend the Virtual Meeting will be able to ask questions relating to the agenda of the AGM during the AGM by:</p> <p>Submitting text-based questions via the Live Webcast by clicking the “Ask a Question” feature and then clicking “Type Your Question” to input their queries in the questions text box.</p> <p>Clicking the “Ask a Question” feature and then clicking the “Queue for Video call” via the Live Webcast. The relevant Shareholder will be informed once it is appropriate for him/her to speak and can thereafter raise his/her question via audiovisual or audio means during the AGM within a certain prescribed time limit.</p>	<p>Successful authenticated Shareholders and Proxyholders attending the Physical Meeting will be able to ask questions in person at the AGM venue.</p> <p>Successful authenticated Shareholders and Proxyholders attending the Physical Meeting will also be able to ask questions relating to the agenda of the AGM during the AGM by submitting text-based questions via the Live Webcast by clicking the “Ask a Question” feature and then clicking “Type Your Question” to input their queries in the questions text box.</p>

- (iii) Where there are substantially similar questions for the Virtual Meeting and Physical Meeting, the Company will consolidate such questions. Consequently not all questions may be individually addressed.

(c) Voting:

Live voting will be conducted during the AGM for Shareholders and Proxyholders attending the Physical Meeting or Virtual Meeting. It is important for Shareholders and Proxyholders to bring their own web-browser enabled devices for voting at the Physical Meeting or have their own web-browser enabled devices ready for voting during the Virtual Meeting.

Shareholders and Proxyholders will be required to log-in via the e-mail address provided during pre-registration or as indicated in the Proxy Form.

- (i) **Live Voting:** Shareholders and Proxyholders may cast their votes in real time for each resolution to be tabled via the Live Webcast via the login credentials created during pre-registration or via their Singpass account. Shareholders and Proxyholders will have the opportunity to cast their votes via the live voting feature. Shareholders and Proxyholders must bring a web-browser enabled device in order to cast their vote.

As specified in paragraph (d) below, CPF/SRS Investors who have used their CPF/SRS monies to buy the Company's share should instead approach their respective relevant intermediary as soon as possible to specify voting instructions.

- (ii) **Voting via appointing Chairman as Proxy:** As an alternative to the above, Shareholders may also vote at the AGM by appointing the Chairman as proxy to vote on their behalf. Duly completed Proxy Forms must be:

- (1) Deposited at the office of the Company's Share Transfer Agent in Singapore, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place #32-01, Singapore Land Tower, Singapore 048623; or
- (2) Electronic mail attaching clear scanned and signed PDF copy of the Proxy Form to: srs.teamd@boardroomlimited.com or

NOTICE OF ANNUAL GENERAL MEETING

(3) Pre-registration website at the URL: <https://conveneagm.sg/azeusagm2021> in electronic format, and submitted not less than **forty-eight (48)** hours before the time appointed for the holding of the AGM (i.e. by 10.00 a.m. on 10 July 2021).

The Proxy Form can be downloaded from SGXNET or the Company's website at the URL: <https://www.azeus.com/category/announcements/>. In the Proxy Form, a Shareholder should specifically direct the proxy on how he/she is to vote for or vote against or abstain from voting on the resolutions to be tabled at the AGM.

(d) CPF/SRS Investors: CPF/SRS Investors who have used their CPF/SRS monies to buy the Company's share should not make use of the Proxy Form and should instead approach their respective relevant intermediary as soon as possible to specify voting instructions. CPF/SRS investors who wish to vote should approach their respective CPF Agent Bank/SRS Operator at least seven working days before the AGM (i.e. by 1 July 2021), to ensure that their votes are submitted.

(e) Access to documents or information relating to the AGM

- i. Azeus's Annual Report for the financial year ended 31 March 2021 has been published on the Company's corporate website at the URL: <https://www.azeus.com/investors/annual-reports/> and on SGXNET.
- ii. All other documents and information relating to the business of the AGM (including the Proxy Form and the Circular) have been published on SGXNET at the URL: <https://www.sgx.com/securities/company-announcements> and the Company's website at the URL: <https://www.azeus.com/category/announcements/>.

Printed copies will not be sent to Shareholders.

(f) Precautionary measures to minimise the risk of COVID-19

The following steps will be taken for shareholders and others attending the AGM to help minimise the risk of community spread of the virus:

1. All attendees attending the Physical Meeting will be required to check-in using SafeEntry and undergo a temperature check before entering the AGM venue for the Physical Meeting.
2. Any person who has travelled abroad (i.e. to any countries outside of Singapore) in the 14-day period prior to the AGM or has been required to serve a quarantine order or stay-home notice will not be permitted to attend the Physical Meeting.
3. All persons attending the Physical Meeting will be required to wear face masks.
4. All attendees must maintain at least 1 metre safe distancing between individual attendees. Seats will be spaced at least 1 metre apart.
5. Any person returning a temperature reading at or above 37.5°C when undergoing a temperature check will not be permitted to attend the Physical Meeting. Persons exhibiting flu-like symptoms may also be refused admittance at the AGM venue.
6. Shareholders and Proxyholders who received the Confirmation Email for Physical Meeting but who are feeling unwell on the date of the AGM are advised not to attend the Physical Meeting.
7. Shareholders and Proxyholders who received the Confirmation Email for Physical Meeting are also advised to arrive at the Physical Meeting early, as the measures mentioned above may cause delay in the registration process.

The Company seeks the understanding and co-operation of all members and Shareholders to safeguard public health and safety and minimise the risk of community spread of COVID-19.

NOTICE OF ANNUAL GENERAL MEETING

(g) Filming and Photography

When a Shareholder or Proxyholder attends, speaks and votes at the AGM via electronic means or physically, he/she consents to his/her videos and/or photographs being taken for the purpose of publication on the Company's website and publicity materials without further notification.

Further Updates

Shareholders should note that the manner of conduct of the AGM may be subject to further changes based on the evolving COVID-19 situation, any legislative amendments and any directives or guidelines from government agencies or regulatory authorities. Any changes to the manner of conduct of the AGM will be announced by the Company on SGXNET. Shareholders are advised to check SGXNET and the Company's website regularly for further updates.

Notes:

1. A Shareholder being a Depositor whose name appears in the Depository Register wishes to attend and vote at the AGM, should complete the proxy form and deposit the duly completed proxy form in the manner set out under the section titled "IMPORTANT INFORMATION".
2. A Depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at forty-eight (48) hours before the time fixed for holding the AGM in order for the Depositor to be entitled to attend and vote at the AGM.
3. The instrument appointing a proxy must be signed by the appointer or his/her attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised. The power of attorney or other authority, if any, under which the instrument of proxy is signed on behalf of the member or duly certified copy of that power of attorney or other authority (failing previous registration with the Company) shall be attached to the instrument of proxy, failing which the instrument may be treated as invalid.

PERSONAL DATA PRIVACY

Where a member of the Company submits an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"); (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes.