

HL GLOBAL ENTERPRISES LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number: 196100131N)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (the “**EGM**”) of HL Global Enterprises Limited (the “**Company**”) will be held at Marquis & Duke Room, Level 2, Copthorne King’s Hotel, 403 Havelock Road, Singapore 169632 on 29 August 2017 at 11.00 a.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following Ordinary Resolution:

ORDINARY RESOLUTION – PROPOSED DISPOSAL OF 100% OF THE ISSUED SHARES IN THE CAPITAL OF LKN INVESTMENT INTERNATIONAL PTE. LTD.

THAT:

- (a) approval be and is hereby given to the Company for the disposal of 100% of the issued shares in the capital of LKN Investment International Pte. Ltd. at the price of RMB550.00 million and on such terms and conditions of the sale and purchase agreement dated 31 May 2017 entered into between the Company and Natural Apex Limited (“**Proposed Disposal**”); and
- (b) the Directors of the Company and each of them be authorised to exercise such discretion to complete and do all such acts and things (including without limitation, executing all such documents and ancillary agreements and to make all such amendments, alterations or modifications thereto as may be required in connection with the Proposed Disposal) as they or each of them deem desirable, necessary or expedient in the interests of the Company to give full effect to the Proposed Disposal and/or this Ordinary Resolution.

All capitalised terms used in this Notice of EGM which are not defined herein shall, unless the context otherwise requires, have the same meanings ascribed to them in the circular to the shareholders of the Company dated 14 August 2017.

BY ORDER OF THE BOARD

Nor Aishah Binte Nasit
Yeo Swee Gim, Joanne

Company Secretaries

Singapore

14 August 2017

Meeting Notes:

1. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the EGM (the “**Meeting**”). Where such member’s form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.
 - (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the Meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member’s form of proxy appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.
- “**relevant intermediary**” has the meaning ascribed to it in Section 181 of the Companies Act, Chapter 50 of Singapore (“**Companies Act**”).
2. A proxy need not be a member of the Company.
 3. The form of proxy must be deposited at the registered office of the Company at 156 Cecil Street, #09-01, Far Eastern Bank Building, Singapore 069544, not less than 48 hours before the time fixed for holding the Meeting.
 4. Completion and return of the form of proxy shall not preclude a member from attending and voting at the Meeting. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the Meeting in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the form of proxy to the Meeting.
 5. Pursuant to Rule 730(A)(2) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”), the Ordinary Resolution proposed at the Meeting shall be voted on by way of a poll.
 6. With poll voting, members present in person or represented by proxy at the Meeting will be entitled to vote on a ‘one-share, one-vote’ basis. The detailed procedures for the poll voting will be explained at the Meeting.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Meeting and/or any adjournment thereof, a member of the Company:

- (a) consents to the collection, use and disclosure of the member’s personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable legislation, the Listing Manual of SGX-ST and/or other regulatory guidelines (collectively, the “**Purposes**”);
- (b) 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 or service providers), 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 or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and
- (c) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member’s breach of warranty.

Statement Pursuant to Section 64A of the Companies Act

Non-Redeemable Convertible Cumulative Preference Shares (“NCCPS”)

Class Meetings: Holders of NCCPS shall be entitled to attend, speak and vote at any class meetings of the holders of the NCCPS. Every holder of a NCCPS who is present in person (or by proxy or attorney or in the case of a corporation, a representative) at such class meetings shall have, on a show of hands, one vote and on a poll, one vote for every NCCPS of which he is the holder.

General Meetings: Holders of NCCPS shall be entitled to attend (in person or by proxy or attorney or in the case of a corporation, a representative) any general meeting of the Company and shall have, on a show of hands, one vote and on a poll, one vote in respect of each NCCPS of which he is the holder if (i) dividends with respect to the NCCPS (or any part thereof) due and payable and accrued is in arrears and has remained unpaid for at least six months; (ii) the resolution in question varies the rights attached to the NCCPS; or (iii) the resolution in question is for the winding up of the Company.

Except as provided above, holders of NCCPS shall not be entitled to attend or vote at general meetings of the Company.