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WORLD

WORLD PRECISION MACHINERY LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number: 200409453N)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an EXTRAORDINARY GENERAL MEETING (the “EGM”) of World Precision Machinery Limited (the “Company”) will be held at York Hotel Singapore, Marie Room II, Level 1, 21 Mount Elizabeth, Singapore 228516 on 29 December 2023 at 2.00 p.m. for the purpose of considering and, if thought fit, the ordinary resolution set out below, with or without any amendment.

All references to the Circular in this Notice of Extraordinary General Meeting shall mean the Company’s Circular to Shareholders dated 14 December 2023 (the “Circular”). All capitalised terms not otherwise defined herein shall have the meanings given to them in the Circular.

ORDINARY RESOLUTION

- THE PROPOSED ACQUISITION OF 100% EQUITY OF THE PROJECT COMPANY

RESOLVED THAT:

- (a) approval be and is hereby given, for the purpose of Chapter 10 of the Listing Manual of the SGX-ST, for the acquisition of 100% of the equity of the Project Company, in accordance with the terms and conditions of the SPA dated 8 October 2023 (“SPA”), the salient terms of which are set out in the Circular; and
- (b) the Directors of the Company and each of them be and are hereby authorised to take such steps, approve all matters, implement, execute, perfect or give effect to complete and do all such acts and things, including directing and authorising HWTI and its legal representative and officers to do the same, for the purposes of giving effect to or facilitating the Proposed Acquisition with full power to assent to any condition, amendment, alteration, modification or variation (including to the SPA) as may be required or as they or he may in their/his absolute discretion consider necessary, desirable or expedient in the interests of the Company to complete the transactions contemplated in the Proposed Acquisition and to give effect to this Resolution.

BY ORDER OF THE BOARD

Yuen Pei Lur Perry
Company Secretary

Singapore
14 December 2023

Notes:

General

1. The EGM of the Company will be held at York Hotel Singapore, Marie Room II, Level 1, 21 Mount Elizabeth, Singapore 228516 (“Physical Meeting”). Shareholders and other attendees who are feeling unwell on the date of the EGM are advised not to attend the Physical Meeting.
2. Printed copies of the Circular, Notice of EGM and the relevant proxy forms will be sent to members, and the electronic copies of which will be posted on the Company’s corporate website at the following URL: <https://www.wpmlimited.com/> and the SGX-ST’s website at the following URL: <https://www.sgx.com/securities/company-announcements>.
3. Authenticated shareholders and proxy(ies) will be able to ask questions in person at the Physical Meeting. Arrangements have also been put in place to permit shareholders to submit their questions ahead of the EGM. Please refer to Notes 13 and 14 below for further details.
4. Live voting by poll will be conducted during the EGM for shareholders and proxy(ies) attending the Physical Meeting.

Voting by proxy

5. A member who is not a relevant intermediary, is entitled to appoint one or two proxies to attend and vote at the EGM.
6. A member who is a relevant intermediary, is entitled to appoint more than two proxies to attend 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.
“Relevant intermediary” has the meaning ascribed to it in Section 181 of the Companies Act 1967.
7. A proxy need not be a member of the Company.
8. The instrument appointing a proxy (“Proxy Form”) must be submitted to the Company not less than forty-eight (48) hours before the time appointed for holding the Meeting in the following manner:
 - (a) by depositing a physical copy at the registered office of the Company’s Share Registrar, B.A.C.S. Private Limited, at 77 Robinson Road #06-03 Robinson 77 Singapore 068896;
 - (b) by sending a scanned signed PDF copy by email to main@zicoholdings.com,in either case, no later than 2.00 p.m. on 27 December 2023 (“Proxy Deadline”), and failing which, the Proxy Form will not be treated as valid.
9. The Proxy Form must be executed under the hand of the appointed or of his attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed under its common seal or under the hand of its officer or attorney duly authorised. Where the Proxy Form is signed on behalf of the appointor by an attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the Proxy Form, failing which the Proxy Form may be treated as invalid.
10. 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 with respect to the EGM, in accordance with Section 179 of the Companies Act 1967 and the person so authorised shall upon production of a copy of such resolution certified by a director of the corporation to be a true copy, be entitled to exercise the powers on behalf of the corporation so represented as the corporation could exercise in person if it were an individual.
11. In the case of a member of the Company whose shares are entered against his/her name in the Depositor Register (as defined in Section 81SF of the Securities and Futures Act 2001), the Company may reject any Proxy Form if the member, being the appointor, is not shown to have shares entered against his/her name in the Depository Register as at 72 hours before the time appointed for holding the EGM, as certified by The Central Depository (Pte) Limited to the Company. The Company shall also be entitled to reject the Proxy Form if it is incomplete, improperly completed, illegible (such as in the case where the appointor submits more than one Proxy Form).
12. A member who holds the Company’s shares through a Relevant Intermediary, including Central Provident Fund (“CPF”) and Supplementary Retirement Scheme (“SRS”) Investment Account Holders, should not use the Proxy Form and should instead approach their respective Relevant Intermediary as soon as possible to specify voting instructions, submit questions ahead of the EGM and/or participate in the EGM.

Submission of Questions prior to the EGM

13. A member may submit questions relating to the resolution to be tabled for approval at the EGM or the Company’s businesses and operations. To do so, all questions must be submitted by 2.00 p.m. on 22 December 2023 through any of the following means:
 - (a) if submitted by email, be received by the Company at saisamuelng@hotmail.com; or
 - (b) if submitted by post, be deposited at the registered office of the Company’s Share Registrar, B.A.C.S. Private Limited, at 77 Robinson Road #06-03 Robinson 77 Singapore 068896.

If the questions are submitted by post, be deposited at the registered office of the Company’s Share Registrar or sent via email, and in either case not accompanied by the completed and executed Proxy Form, the following details must be included with the submitted questions: (i) the member’s full name; and (ii) his/her/its identification/registration number for verification purposes, failing which the submission will be treated as invalid.

14. The Company endeavours to address all substantial and relevant questions relating to the resolution to be tabled for approval at the EGM or the Company’s businesses and operations by publishing its responses to such questions, if any, on the Company’s corporate website (<https://www.wpmlimited.com/>) and on SGXNET at the following URL: <https://www.sgx.com/securities/company-announcements> at least 48 hours prior to the deadline for submission of Proxy Forms (i.e. no later than 2.00 p.m. on 27 December 2023), or otherwise at the EGM.
Should there be subsequent clarification sought, or follow-up questions after the deadline of the submission of questions, the Company will address those substantial and relevant questions prior to the EGM through publication on SGXNET, or at the EGM. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM 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 EGM (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) 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, and (iii) 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.