



德龙控股  
DELONG HOLDINGS

## DELONG HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration Number: 199705215G)

### NOTICE OF EXTRAORDINARY GENERAL MEETING (1)

All capitalised terms used in this Notice which are not defined herein shall, unless the context otherwise requires, have the same meanings ascribed to them in the Company's circular to Shareholders dated 2 December 2017.

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting ("EGM") of Delong Holdings Limited (the "Company") will be held at 55 Market Street, #03-01, Singapore 048941 on 18 December 2017 at 9.30 a.m. for the purposes of considering and, if thought fit, passing with or without modifications the following resolutions set out below:-

**Shareholders should note that Ordinary Resolution 3 is subject to and contingent upon Ordinary Resolution 2 being passed. Accordingly, in the event that Ordinary Resolution 2 is not approved, Ordinary Resolution 3 will not be duly passed.**

#### **ORDINARY RESOLUTIONS**

##### **ORDINARY RESOLUTION 1: THE PROPOSED DIVERSIFICATION OF THE GROUP'S BUSINESS TO INCLUDE THE ASSET MANAGEMENT BUSINESS**

That:

- (a) approval be and is hereby given for the Proposed Diversification of the Group's business to include the Asset Management Business;
- (b) the Directors (or any one of them) be and hereby authorised to take such steps and do all such acts and things (including without limitation, to sign, seal execute and deliver all such documents and deeds) and to exercise such discretion in relation to the Proposed Diversification as they or he may deem fit, with such modifications thereto (if any) as they or he may consider necessary, desirable or expedient in order to give full effect to this Ordinary Resolution 1; and
- (c) any acts, matters and things done or performed, and/or documents signed, executed, sealed or delivered by a Director in connection with the Proposed Diversification be and are hereby approved, confirmed and ratified.

##### **ORDINARY RESOLUTION 2: THE PROPOSED EXPANSION OF THE SCOPE AND GEOGRAPHICAL LOCATION OF THE GROUP'S STEEL BUSINESS TO SOUTHEAST ASIA, IN PARTICULAR INDONESIA AND THE OTHER ASEAN COUNTRIES**

That:

- (a) approval be and is hereby given for the Proposed Expansion of the Group's business to Southeast Asia, in particular Indonesia and the other ASEAN countries;
- (b) approval be and is hereby given for the transactions relating to the Proposed Expansion, and any other transactions in connection with or ancillary to the Proposed Expansion, including but not limited to other joint venture activities or transactions, to be considered or regarded as in furtherance of the ordinary course of business of the Company; and
- (c) the Directors (or any one of them) be and hereby authorised to take such steps and do all such acts and things (including without limitation, to sign, seal execute and deliver all such documents and deeds) and to exercise such discretion in relation to the Proposed Expansion as they or he may deem fit, with such modifications thereto (if any) as they or he may consider necessary, desirable or expedient in order to give full effect to this Ordinary Resolution 2.

##### **ORDINARY RESOLUTION 3: THE PROPOSED JOINT VENTURE WITH SHANGHAI DECENT INVESTMENT (GROUP) CO., LTD AND PT. INDONESIA MOROWALI INDUSTRIAL PARK**

That subject to and contingent upon the passing of Ordinary Resolution 2:

- (a) approval be and is hereby given for the Company to enter into the Proposed JV to the extent mandated and according to the terms under the Agreement as described in the Circular and that the aforementioned is hereby approved, confirmed and ratified;
- (b) the Directors (or any one of them) be and hereby authorised to take such steps and do all such acts and things (including without limitation, to sign, seal execute and deliver all such documents and deeds) and to exercise such discretion in relation to the Proposed JV as they or he may deem fit, with such modifications thereto (if any) as they or he may consider necessary, desirable or expedient in order to give full effect to this Ordinary Resolution 3; and
- (c) any acts, matters and things done or performed, and/or documents signed, executed, sealed or delivered by a Director in connection with the Proposed JV be and are hereby approved, confirmed and ratified.

#### **BY ORDER OF THE BOARD**

Ding Ligu  
Executive Chairman

2 December 2017  
SINGAPORE

#### **Notes:-**

1. A member of the Company (other than a relevant intermediary\* as defined under Section 181(6) of the Companies Act) entitled to attend, speak and vote at the Extraordinary General Meeting is entitled to appoint not more than two (2) proxies to attend, speak and vote in his/her/its stead. A proxy need not be a member of the Company. Where a member of the Company (other than a relevant intermediary\*) appoints more than one (1) proxy, the proportion of shares to be represented by each proxy must be stated in the proxy form.
2. Pursuant to Section 181(1C) of the Companies Act, a member who is a relevant intermediary\* may appoint more than two (2) proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him (which number and class of shares shall be specified).
3. A member of the Company which is a corporation is entitled to appoint its authorised representative or proxy/proxies to vote on its behalf. If the member is a corporation, the instrument appointing a proxy must be executed under common seal or the hand of its duly authorized officer or attorney.
4. The instrument or form appointing a proxy or proxies, duly executed, must be deposited at the Company's registered office at 55 Market Street, Level 10, Singapore 048941 not less than forty-eight (48) hours before the time appointed for holding the EGM in order for the proxy to be entitled to attend and vote at the Extraordinary General Meeting.
5. A Depositor's name must appear on the Depository Register maintained by the Central Depository (Pte) Limited as at seventy-two (72) hours before the time fixed for the holding of the EGM in order for the Depositor to be entitled to attend and vote at the Extraordinary General Meeting.

\*A relevant intermediary means:

- (a) a banking corporation licensed under the Banking Act, Chapter 19 of Singapore, or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act, Chapter 289 of Singapore, and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act, Chapter 36 of Singapore, in respect of shares purchased under the subsidiary legislation made under the Central Provident Fund Act, Chapter 36 of Singapore, providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Central Provident Fund Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

#### **Personal Data Privacy:**

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Extraordinary 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 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 Extraordinary General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Extraordinary General Meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) 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 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 (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.