

# NOTICE OF EXTRAORDINARY GENERAL MEETING

## CH OFFSHORE LTD.

(Unique Entity Number 197600666D)  
(Incorporated in the Republic of Singapore)

*Unless otherwise defined, all capitalised terms herein shall bear the same meaning as in the circular to shareholders dated 30 April 2025 issued by CH Offshore Ltd. ("**Circular**").*

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of CH Offshore Ltd. (the "**Company**") will be held at Republic of Singapore Yacht Club, Nautica Room, 52 West Coast Ferry Road, Singapore 126887, on 16 May 2025, at 10.00 a.m., for the purpose of considering and, if thought fit, passing with or without amendment, the ordinary resolution as set out below.

### ORDINARY RESOLUTION: THE PROPOSED RIGHTS ISSUE

RESOLVED THAT:

- (a) a proposed renounceable non-underwritten rights issue (the "**Proposed Rights Issue**") of up to 1,409,785,028 Rights Shares at the Issue Price, on the basis of two (2) Rights Shares for every one (1) existing Share held by Entitled Shareholders as at the Record Date, fractional entitlements to be disregarded, be and is hereby approved;
- (b) the authority be and is hereby given to the Directors (or any of them) to undertake the Proposed Rights Issue, provisionally allot and issue up to 1,409,785,028 Rights Shares at the Issue Price for each Rights Share on the basis of two (2) Rights Shares for every one (1) existing Share held by Entitled Shareholders as at the Record Date, fractional entitlements to be disregarded, on the terms and conditions set out below and/or on such other terms and conditions (including the basis of provisional allotments of the Rights Shares) as the Directors may in their absolute discretion and from time to time think fit:
  - (i) the provisional allotments of the Rights Shares pursuant to the Proposed Rights Issue shall be made on a renounceable non-underwritten basis to Shareholders whose names appear in the Register of Members of the Company or the records of CDP as at the Record Date with registered addresses in Singapore, or who have, at least three (3) Market Days prior to the Record Date, provided to the CDP or the Share Registrar, as the case may be, addresses in Singapore for the service of notices and documents;
  - (ii) no provisional allotment of the Rights Shares shall be made to Foreign Shareholders unless otherwise determined by the Directors that the Rights Shares may be offered based on applicable securities legislation;
  - (iii) the provisional allotment of the Rights Shares which would otherwise accrue to Foreign Shareholders may be disposed of or dealt with by the Company in such manner and on such terms and conditions as the Directors may in their absolute discretion deem fit for the purpose of renouncing the provisional allotments relating thereto to purchasers thereof, and to pool and thereafter distribute the net proceeds, if any, thereof (after deducting all expenses) proportionately to and among such Foreign Shareholders in proportion to their respective shareholdings as at the Record Date, provided that if the amount to be distributed to any single Foreign Shareholder is less than S\$10.00, such amount shall instead be retained or dealt with as the Directors may deem fit in the interests of the Company;

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- (iv) the provisional allotment of the Rights Shares not taken up or allotted for any reason or which represent fractional entitlements disregarded in accordance with the terms of the Proposed Rights Issue shall be used to satisfy applications for Excess Rights Shares (if any) or disposed of or otherwise dealt with in such manner as the Directors may in their absolute discretion deem fit in the interests of the Company;
- (v) the Rights Shares when issued and fully paid-up will rank *pari passu* in all respects with the then existing Shares, save for any dividends, rights, allotments or other distribution that may be declared or paid, the Record Date for which falls before the date of issue of the Rights Shares; and
- (c) the Directors and each of them be and are hereby authorised to complete, enter and do all acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things as they may consider necessary, desirable, incidental or expedient for the purposes of or to give effect to this Ordinary Resolution and implement any of the foregoing as they may think fit and in the interests of the Company.

**BY ORDER OF THE BOARD**  
**CH OFFSHORE LTD.**

**Lim Mee Fun**  
Company Secretary

30 April 2025

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## **IMPORTANT NOTICE FOR SHAREHOLDERS:**

1. The EGM will be held, in a wholly physical format, at Republic of Singapore Yacht Club, Nautica Room, 52 West Coast Ferry Road, Singapore 126887 on 16 May 2025 at 10.00 a.m. **There will be no option for shareholders to participate virtually.**
2. The documents and information relating to the EGM (including the Circular, Notice of EGM and Proxy Form) have been made available on SGXNet and the Company's website and may be accessed as follows:

<https://www.choffshore.com.sg/announcements/2025-2>

<https://www.choffshore.com.sg/circulars>

Printed copies of the Notice of EGM and the Proxy Form will be despatched to Shareholders. Shareholders may request physical copies of this Circular by filling out the Request Form and returning it to the Company by post to the Company's registered office at 438A Alexandra Road, #08-10 Alexandra Technopark, Singapore 119967 or if by electronic mail to [investors@choffshore.com.sg](mailto:investors@choffshore.com.sg).

3. A member:
  - (a) who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the EGM. Where such member's proxy form appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the proxy form;
  - (b) who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the EGM, 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 proxy form 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 proxy form; and
  - (c) can appoint the Chairman of the Meeting as his/her/its proxy, but this is not mandatory. Where a member (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the proxy form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

CPF or SRS Investors who wish to cast their votes should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least 7 working days before the EGM in order to allow sufficient time for their respective CPF Agent Banks or SRS Operators to in turn submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf by the cut-off date.

4. A proxy need not be a member of the Company.
5. The completed & signed proxy form must be submitted to the Company in the following manner:
  - (a) if submitted by post, be lodged at the office of the Company at 438A Alexandra Road #08-10 Alexandra Technopark Singapore 119967; or
  - (b) if submitted electronically, be submitted via email to the Company at [investors@choffshore.com.sg](mailto:investors@choffshore.com.sg),

in either case not less than 72 hours before the time appointed for the EGM.

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## 6. Submission of questions in advance of the EGM

- (a) Shareholders may submit questions related to the proposed resolution to be tabled for approval at the EGM in the following manner:
  - (i) by email via [investors@choffshore.com.sg](mailto:investors@choffshore.com.sg); or
  - (ii) in hard copy by sending by post to the Company's registered office at 438A Alexandra Road #08-10 Alexandra Technopark Singapore 119967.
- (b) All questions submitted must be accompanied with the following information:
  - (i) the Shareholder's full name as it appears on his/her/its CDP/CPF/SRS or scrip records;
  - (ii) the Shareholder's contact number and email address;
  - (iii) the Shareholder's NRIC/Passport/UEN/registration number; and
  - (iv) the manner in which the Shareholder holds his/her/its Shares in the Company (e.g. via CDP/CPF/SRS and/or scrip),

for verification purposes, failing which, the submission will be treated as invalid.

## 7. Deadline for submitting questions

- (a) All questions must be submitted by 10.00 a.m. on 7 May 2025 ("**Submission Deadline**").
- (b) The Company will endeavour to address all substantial and relevant questions by 10.00 a.m. on 10 May 2025, and post them on the Company's website at <https://www.choffshore.com.sg/announcements/2025-2> as well as on the SGX website at <https://www.sgx.com/securities/company-announcements>. Substantially similar questions received will be consolidated and consequently, not all questions may be individually addressed. Questions submitted by shareholders after Submission Deadline will be addressed at the EGM. The minutes of the EGM will be published on SGXNET and the Company's website within one month after the date of the EGM.

"**Relevant Intermediary**" means:

- (a) a banking corporation licensed under the Banking Act 1970 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 2001 of Singapore and who holds shares in that capacity; or
- (c) the Central Provident Fund Board ("**CPF Board**") established by the Central Provident Fund Act 1953 of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the CPF Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

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**Personal data privacy:**

By submitting an instrument appointing the Chairman of the Meeting as proxy to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company 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 the appointment of the Chairman of the Meeting as proxy 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 or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.