
NOTICE OF EXTRAORDINARY GENERAL MEETING

ADVENTUS HOLDINGS LIMITED

(Incorporated in Singapore)
(Unique Entity Number: 200301072R)

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (“**EGM**”) of Adventus Holdings Limited (the “**Company**”) will be held on 27 October 2020 at 10.00 a.m. by way of electronic means, for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions:

*All capitalised terms in this Notice which are not defined herein shall have the same meaning as ascribed to them in the Company's circular dated 12 October 2020 (the “**Circular**”).*

RESOLUTION (ORDINARY RESOLUTION):

THE PROPOSED CHANGE OF AUDITORS

That:

- (a) Nexia TS Public Accounting Corporation be and is hereby appointed as auditors of the Company in place of Deloitte & Touche LLP to hold office until the conclusion of the next annual general meeting of the Company at a fee to be agreed between the directors of the Company and Nexia TS Public Accounting Corporation; and
- (b) the Directors of the Company and each of them be and are hereby authorised to do all such acts and things (including, without limitation, executing all such documents as may be required) as they or he may consider expedient or necessary or in the interests of the Company to give effect to the Proposed Change of Auditors and/or this Resolution.

BY ORDER OF THE BOARD

Teh Chong Seng
Executive Chairman
12 October 2020

Notes to the Resolution:

In accordance with Rule 712 (3) of the Catalist Rules:

- (a) the outgoing Auditor, Deloitte, has confirmed to Nexia TS, by way of their letter dated 6 October 2020, that they are not aware of any professional reasons why the new auditors, Nexia TS, should not accept the appointment as auditors of the Company;
- (b) the Company confirms that there were no disagreements with Deloitte on accounting treatments within the last 12 months up to the date of their resignation, being 6 October 2020;
- (c) the Company confirms that it is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of the shareholders of the Company which has not been disclosed in this Circular;
- (d) the Company confirms that there are no specific reasons for the Proposed Change of Auditors that ought to be brought to the attention of the Shareholders which has not been disclosed in the Circular. The Proposed Change of Auditors is neither due to any disagreement with Deloitte nor the dismissal of Deloitte; and
- (e) the Company confirms that it is in compliance with Rules 712 and 715 of the Catalist Rules in relation to the appointment of Nexia TS as its new auditors.

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IMPORTANT NOTES:

HOLDING OF THE EXTRAORDINARY GENERAL MEETING THROUGH ELECTRONIC MEANS

1. Participation in the EGM via live webcast

In view of the ongoing COVID-19 situation, the EGM is being convened, and will be held by way of electronic means pursuant to the provisions of the COVID-19(Temporary Measures)(Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 and the Joint Statement by Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation in relation to the additional guidance on the conduct of general meetings during the elevated safe distancing period. The Company will not accept any physical attendance by shareholders.

The following steps are taken to allow shareholders to participate in the EGM:

- (a) the Company will provide for the EGM to be shown by live webcast (“**Live Webcast**”), by way of (i) audio and video feed, or (ii) audio feed only, as shareholders may elect at their discretion;
- (b) shareholders who wish to participate in the EGM via Live Webcast must register their details by Tuesday, 20 October 2020, 10.00 a.m. (“**Registration Deadline**”) on the Company’s pre-registration website at https://us02web.zoom.us/webinar/register/WN_cg4FJJcsSZGDHXH1MbR7YIq, for the Company to verify their status as shareholders;
- (c) corporate shareholders must also submit the Corporate Representative Certificate to the Company at info@adventusholdings.com in addition to the registration procedures as set out in paragraph (b) above, by the Registration Deadline, for verification purpose.
- (d) verified shareholders will receive an email by Monday, 26 October 2020, 10.00 a.m. containing instructions to access the Live Webcast. Shareholders must not forward the link or their log-in details to third persons who are not shareholders and who are not entitled to attend the EGM proceedings;
- (e) shareholders who do not receive an email by Monday, 26 October 2020, 10.00 a.m. but have registered before the Registration Deadline should email to: info@adventusholdings.com for assistance, with the following details included: (i) shareholder’s full name; (ii) NRIC / FIN / Passport no. (if the shareholder is an individual) or the Company Registration No. (if the shareholder is a corporation); and (iii) manner in which the shares are held (e.g. via Central Depository / scrip / Supplementary Retirement Scheme (“**SRS**”)), for verification purposes;
- (f) shareholders, whose shares are not held under SRS and are registered under Depository Agents (“**DAs**”), must also contact their respective DAs to indicate their interest in order for their DAs to make the necessary arrangements for them to participate in the Live Webcast.

2. Submission of Questions prior to the EGM

Shareholders who have any questions in relation to any agenda item of this notice, shall send their queries to the Company in advance, by Tuesday, 20 October 2020, 10.00 a.m., via email to info@adventusholdings.com. Shareholders will not be able to speak and / or raise questions during the Live Webcast, and therefore it is important for shareholders who wish to ask questions to submit such questions in advance of the EGM. Questions received after 10.00 am on 20 October 2020 or questions not substantial or relevant to the agenda will not be accepted for responses by the Company. The Company will endeavour to respond to substantial and relevant queries from shareholders prior to the EGM and / or at the EGM. The Company will publish the minutes of the EGM within one month after the conclusion of the EGM on SGXNET.

3. Submission of Proxy Forms to Vote

A shareholder will not be able to vote through the Live Webcast and voting is only through submission of proxy form. If a shareholder (whether individual or corporate) wishes to exercise his/her/its voting rights at the EGM, he/she/it must appoint the Chairman of the EGM as his/her/its proxy to vote on his/her/its behalf at the EGM. In appointing the Chairman of the EGM as proxy, a shareholder (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the proxy form, failing which the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.

A member of the Company (including a Relevant Intermediary (as defined below)) entitled to vote at the EGM must

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appoint the Chairman of the EGM to act as proxy and direct the vote at the EGM in his/her stead. The Chairman of the EGM, as proxy, need not be a member of the Company.

The accompanying proxy form for the EGM may be accessed from the SGX website at <https://www.sgx.com/securities/company-announcements>.

The instrument appointing Chairman of the EGM as proxy, duly executed, must be submitted in hard copy form or electronically via email:

- (a) If submitted by post, to be lodged at the registered office of the Company at 52 Telok Blangah Road, #03-06 Telok Blangah House, Singapore 098829; or
- (b) If submitted electronically, be submitted via email to the Company, at info@adventusholdings.com.

In either case, by 25 October 2020, 10.00 a.m., being not less than forty-eight (48) hours before the time appointed for the holding of the EGM (or at any adjournment thereof) and in default the instrument of proxy shall not be treated as valid.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed Proxy Forms by post, members are strongly encouraged to submit completed Proxy Forms electronically via email.

The instrument appointing the Chairman of the EGM as proxy must be under the hand of the appointor or of his attorney duly authorised in writing and where such instrument is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorised officer. Where an instrument appointing Chairman of the EGM as proxy is signed on behalf of the appointer 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 instrument of proxy, failing which the instrument may be treated as invalid.

Members who hold shares under SRS or Central Provident Fund, who wish to appoint the Chairman of the EGM as their proxy, should approach their SRS Operators and Central Provident Fund Agent Banks (as the case may be) to submit their votes at least seven (7) working days before the EGM (i.e. by 16 October 2020, 10.00 a.m. 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 EGM to vote on their behalf by the cut-off date.

A “**Relevant Intermediary**” is:

- (a) a banking corporation licensed under the Banking Act (Chapter 19) 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; or
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Chapter 289) and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act (Chapter 36), 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 Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

CIRCULAR DATED 12 OCTOBER 2020:

The Circular has been uploaded on the SGX website on 12 October 2020 and the Company's website at www.adventusholdings.com.

IMPORTANT REMINDERS

Due to the constantly evolving COVID-19 situation, the Company may be required to change its EGM arrangements at short notice. Members are advised to regularly check the Company's announcements released on SGXNET for updates on the EGM

PERSONAL DATA PRIVACY

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By submitting an instrument appointing the Chairman of the EGM 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 as proxy for the EGM and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM, and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.