



# UNITED GLOBAL LIMITED

Company Registration No. 201534604M  
(Incorporated in the Republic of Singapore)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

Unless otherwise defined herein, all capitalised terms used herein shall have the same meaning ascribed thereto in the circular to shareholders issued by United Global Limited dated 6 June 2017 (the "Circular").

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of UNITED GLOBAL LIMITED (the "Company") will be held at The National University of Singapore Society, Suntec City Guild House, 3 Temasek Boulevard (Tower 5), #02-401/402 Suntec City Mall, Singapore 038983 on 21 June 2017 at 10:00 a.m. for the purpose of considering and, if thought fit, passing, the following resolutions.

### ORDINARY RESOLUTION 1: THE PROPOSED ACQUISITION OF 95% OF THE TOTAL ISSUED AND PAID-UP SHARES OF PT PACIFIC LUBRITAMA INDONESIA AS AN INTERESTED PERSON TRANSACTION

Resolved that, subject to and contingent upon the passing of Ordinary Resolutions 2, 3 and 4:

- pursuant to Chapter 9 of the Catalyst Rules, approval be and is hereby given for the proposed acquisition of 95% of the total issued shares of PT Pacific Lubritama Indonesia from the Sellers ("Proposed Acquisition") as an interested person transaction;
- approval be and is hereby given for the Proposed Acquisition at the purchase consideration of S\$18,240,000 ("Consideration") and on the terms and subject to the conditions set out in the SPA; and
- the Directors and each of them be and are hereby authorised and empowered to complete and do all such acts and things (including without limitation, to execute all such documents as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they may consider necessary, desirable, expedient or in the interests of the Company to give effect to the matters contemplated by this Resolution.

### ORDINARY RESOLUTION 2: THE PROPOSED ALLOTMENT AND ISSUANCE OF 8,789,000 CONSIDERATION SHARES AT THE ISSUE PRICE OF S\$0.30 FOR EACH CONSIDERATION SHARE TO EDY WIRANTO PURSUANT TO THE PROPOSED ACQUISITION

Resolved that, subject to and contingent upon the passing of Ordinary Resolutions 1, 3 and 4:

- pursuant to Section 161 of the Companies Act and Chapter 8 of the Catalyst Rules, the Directors be hereby authorised to allot and issue 8,789,000 Consideration Shares at an issue price of S\$0.30 for each Consideration Share to Edy Wiranto upon the terms and conditions of the SPA; and
- the Directors and each of them be and are hereby authorised and empowered to complete and do all such acts and things (including without limitation, to execute all such documents as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they may consider necessary, desirable, expedient or in the interests of the Company to give effect to the matters contemplated by this Resolution.

### ORDINARY RESOLUTION 3: THE PROPOSED ALLOTMENT AND ISSUANCE OF 12,305,000 CONSIDERATION SHARES AT THE ISSUE PRICE OF S\$0.30 FOR EACH CONSIDERATION SHARE TO EMI WIRANTO PURSUANT TO THE PROPOSED ACQUISITION

Resolved that, subject to and contingent upon the passing of Ordinary Resolutions 1, 2 and 4:

- pursuant to Section 161 of the Companies Act and Chapter 8 of the Catalyst Rules, the Directors be hereby authorised to allot and issue 12,305,000 Consideration Shares at an issue price of S\$0.30 for each Consideration Share to Emi Wiranto upon the terms and conditions of the SPA; and
- the Directors and each of them be and are hereby authorised and empowered to complete and do all such acts and things (including without limitation, to execute all such documents as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they may consider necessary, desirable, expedient or in the interests of the Company to give effect to the matters contemplated by this Resolution.

### ORDINARY RESOLUTION 4: THE PROPOSED ALLOTMENT AND ISSUANCE OF 12,305,000 CONSIDERATION SHARES AT THE ISSUE PRICE OF S\$0.30 FOR EACH CONSIDERATION SHARE TO ETY WIRANTO PURSUANT TO THE PROPOSED ACQUISITION

Resolved that, subject to and contingent upon the passing of Ordinary Resolutions 1, 2 and 3:

- pursuant to Section 161 of the Companies Act and Chapter 8 of the Catalyst Rules, the Directors be hereby authorised to allot and issue 12,305,000 Consideration Shares at an issue price of S\$0.30 for each Consideration Share to Ety Wiranto upon the terms and conditions of the SPA; and
- the Directors and each of them be and are hereby authorised and empowered to complete and do all such acts and things (including without limitation, to execute all such documents as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they may consider necessary, desirable, expedient or in the interests of the Company to give effect to the matters contemplated by this Resolution.

### ABSTENTION FROM VOTING

Each of the interested persons in respect of the Proposed Transactions and their associates shall abstain from exercising any voting rights on Ordinary Resolutions 1 to 4 set out in this Notice of EGM.

By Order of the Board

**Tan Thuan Hor, Jacky**

**Executive Director/ Chief Executive Officer**

6 June 2017

### NOTES:

- A member of the Company (other than a Relevant Intermediary\*) entitled to attend and vote at the EGM is entitled to appoint not more than 2 proxies to attend and vote in his/her stead. A proxy need not be a member of the Company.
- A Relevant Intermediary may appoint more than 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).
- The instrument appointing a proxy must be deposited at the Registered Office of the Company at 14 Tuas Drive 2, Singapore 638647 not less than 72 hours before the time appointed for holding the EGM.

\* A Relevant Intermediary is:

- a banking corporation licensed under the Banking Act (Cap. 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
- a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Cap. 289) and who holds shares in that capacity; or
- the Central Provident Fund Board established by the Central Provident Fund Act (Cap. 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.

### 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 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 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, 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.

This notice has been prepared by the Company and its contents have been reviewed by the Company's sponsor, SAC Advisors Private Limited (the "Sponsor"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "SGX-ST"). The Sponsor has not independently verified the contents of this notice. The notice has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this notice, including the correctness of any of the statements or opinions made, or reports contained in the notice. The contact person for the Sponsor is Ms. Lee Khai Yinn, at 1 Robinson Road, #21-02 AIA Tower, Singapore 048542, telephone (65) 6532 3829. SAC Capital Private Limited is the parent company of SAC Advisors Private Limited.