



AMPLEFIELD LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No.: 198900188N)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Annual General Meeting ("AGM") of Amplefield Limited (the "Company") will be held at RELC International Hotel, Room 603, Level 6, 30 Orange Grove Road, Singapore 258352 on Wednesday, 22 January 2020 at 1.00 pm for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and the Audited Financial Statements for the financial year ended 30 September 2019 together with the Independent Auditor's Report thereon. **(Resolution 1)**
2. To re-elect the following Directors retiring pursuant to Regulation 117 and 122 of the Company's Constitution:
 - a. Mr Albert Saychuan Cheok (retiring under Regulation 117) **(Resolution 2)**
 - b. Mr Phan Chee Shong (retiring under Regulation 117) **(Resolution 3)**
 - c. Prof. Ling Chung Yee Roy (retiring under Regulation 122) **(Resolution 4)**
 - d. Mr Chong Teik Siang (retiring under Regulation 122) **(Resolution 5)**
 - e. Mr Teh Leong Kok (retiring under Regulation 122) **(Resolution 6)**

[See Explanatory Note (i), (ii), (iii), (iv) and (v)].
3. To approve the payment of Directors' fees of S\$77,945/- for the financial year ended 30 September 2019 (FY2018: S\$71,500/-). **(Resolution 7)**
4. To re-appoint Lo Hock Ling & Co. as the Company's Auditors and to authorize the Directors to fix the remuneration. **(Resolution 8)**
5. To transact any other ordinary business that may be properly transacted at an annual general meeting.

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolution as Ordinary Resolution, with or without any modifications:

6. Authority to allot and issue shares

That pursuant to Section 161 of the Companies Act, Cap 50 of Singapore ("Companies Act") and Rule 806 of the Catalyst Rules, the Directors be empowered to

- (a) allot and issue shares in the capital of the Company ("Shares") whether by way of rights, bonus or otherwise; and/or
- (b) make or grant offers, agreements or options (collectively, "Instruments") that might or would require Shares to be issued, warranting but not limited to the creation and issue of (as well as adjustments to) options, warrants, debentures or other Instruments convertible into Shares;

At any time and upon such terms and conditions and for such purposes and to such persons as the Directors of the Company may, in their absolute discretion deem fit and, notwithstanding the authority conferred by this Resolution may have ceased to be in force, issue Shares in pursuance of any Instrument made or granted by the Directors of the Company while this Resolution was in force, provided that:

- (a) the aggregate number of shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed one hundred percent (100%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (b) below), of which the aggregate number of Shares to be issued other than on a pro-rata basis to existing shareholders of the Company shall not exceed fifty percent (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (b) below);
- (b) subject to such calculation as may be prescribed by the SGX-ST, for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (a) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time of the passing of this Resolution, after adjusting for: (i) new Shares arising from the conversion or exercise of any convertible securities; (ii) new Shares arising from exercising of share options or vesting of share awards which are outstanding or subsisting at the time of passing of this Resolution, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalyst Rules; and (iii) and subsequent bonus issue, consolidation or subdivision of Shares;
- (c) In exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalyst Rules for the time being in force (unless such compliance is waived by the SGX-ST) and the Constitution of the Company; and
- (d) Unless revoked or varied by the Company in general meeting such authority shall continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier.

[See Explanatory Note (vi)]

(Resolution 9)

7. Proposed Renewal Of The Shareholders' Mandate For Interested Person Transactions

That:

- (a) approval be and is hereby given, for the purposes of Chapter 9 of the Catalyst Rules, for the Company, its subsidiaries and associated companies which are entities at risk as defined under Chapter 9 of the Catalyst Rules, or any of them, to enter into any of the transactions falling within the types of interested person transactions, particulars of which are set out in the appendix dated 7 January 2020 accompanying the Annual Report (the "Appendix"), with any party who is of the class of interested persons described in the Appendix, provided that such transactions are made on normal commercial terms, are not prejudicial to the interests of the Company and its minority shareholders and are in accordance with the review procedures for interested person transactions as set out in the Appendix;
- (b) the approval given in sub-paragraph (a) above (the "Mandate") shall, unless revoked or varied by the Company in general meeting, continue in force until the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier; and
- (c) the Directors be and are hereby authorised, jointly or severally, to take such steps and exercise such discretion as the Directors may in their absolute discretion deem fit, advisable or necessary or in the interest of the Company to give effect to the Mandate and/or this Resolution.

[See Explanatory Note (vii)]

(Resolution 10)

By Order of the Board

Lee Pih Peng
Company Secretary

Singapore, 7 January 2020

Explanatory Notes:

- (i) Resolution 2, if passed, will re-appoint Mr Albert Saychuan Cheok as Director of the Company. Further information on Mr Albert Saychuan Cheok is set out under the sections entitled "Board of Directors" and "Report on Corporate Governance" of the Company's annual report.
- (ii) Resolution 3, if passed, will re-appoint Mr Phan Chee Shong as Director of the Company. Further information on Mr Phan Chee Shong is set out under the sections entitled "Board of Directors" and "Report on Corporate Governance" of the Company's annual report.
- (iii) Resolution 4, if passed, will re-appoint Prof. Ling Chung Yee Roy as Director of the Company. Further information on Prof. Ling Chung Yee Roy is set out under the sections entitled "Board of Directors" and "Report on Corporate Governance" of the Company's annual report.
- (iv) Resolution 5, if passed, will re-appoint Mr Chong Teik Siang as Director of the Company. Further information on Mr Chong Teik Siang is set out under the sections entitled "Board of Directors" and "Report on Corporate Governance" of the Company's annual report.
- (v) Resolution 6, if passed, will re-appoint Mr Teh Leong Kok as Director of the Company. Further information on Mr Teh Leong Kok is set out under the sections entitled "Board of Directors" and "Report on Corporate Governance" of the Company's annual report.
- (vi) Resolution 9, if passed, will empower the Directors from the date of the Annual General Meeting until (a) the conclusion of the next annual general meeting of the Company, or (b) the date by which the next Annual General Meeting of the Company is required to be held pursuant to the Constitution of the Company or any applicable laws of Singapore, or (c) it is carried out to the full extent mandated, or (d) the date on which such authority is varied or revoked by ordinary resolution of the shareholders in a general meeting, whichever is the earliest, to issue Shares, make or grant Instruments convertible into Shares and to issue Shares pursuant to such Instruments, up to an amount not exceeding, in total, one hundred percent (100%) of the issued Share capital of the Company (excluding treasury shares and subsidiary holdings), of which up to fifty percent (50%) may be issued other than on a pro-rata basis to existing shareholders of the Company.
- (vii) Resolution 10, if passed, will renew the IPT Mandate and empower the Company, its subsidiaries and associated companies, to enter into the interested person transactions as described in the Appendix. The authority under the renewed IPT Mandate will, unless revoked or varied by the Company in general meeting, expire at the conclusion of the next Annual General Meeting of the Company, or the date by which the next Annual General Meeting is required by law to be held, whichever is the earlier.

Notes:

1. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the AGM.
Where such member appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.
- (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the AGM, 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 share shall be specified).

"Relevant intermediary" means:

- (i) 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;
- (ii) 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
- (iii) 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 that Act providing for the making of investments from the contributions and interest of an intermediary 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.

2. A proxy need not be a member of the Company.

3. The instrument appointing a proxy must be deposited at the registered office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623 not less than seventy-two (72) hours before the time appointed for holding of the AGM.

4. 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 at the AGM, in accordance with Section 179 of the Companies Act.

5. The Company shall be entitled to reject an instrument appointing a proxy or proxies which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument (including any related attachment). In addition, in the case of a member whose shares are entered in the Depository Register, the Company may reject an instrument appointing a proxy or proxies if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register seventy-two (72) hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

6. Following the adoption of the use of electronic communications for the giving, sending or serving of notices or documents to Shareholders as announced by the Company on 6 January 2020, the Company's annual report for the financial year ended 30 September 2019 ("Annual Report") shall be published on the following websites and made available to Shareholders on 7 January 2020:

1. <https://www.sgx.com>
2. <https://amplefield.com>

Any Shareholder who wishes to request for a physical copy of the Annual Report should complete the request form in the package which will be mailed to them containing physical copies of the Notice of AGM and the proxy form and return the completed request form to the office of the Company's legal advisor, Altum Law Corporation, at 160 Robinson Road, #26-06 SBF Center, Singapore 068914 by no later than 15 January 2020.

The Company will not be liable for any non-delivery of physical copies of documents to Shareholders for any request form which is delivered or received at such office after such date or which is otherwise incomplete in any respect or in respect of any non-receipt of physical copies of documents by Shareholders due to postal reasons.

PERSONAL DATA PRIVACY

By submitting a proxy form appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a shareholder of the Company (i) consents to the collection, use and disclosure of the shareholder'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 AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guideline (collectively, the "Purposes"), (ii) warrants that where the shareholder discloses the personal data of the shareholder's proxy(ies) and/or representative(s) to the Company (or its agents), the shareholder 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 shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.