

# HATTEN LAND LIMITED

(Company Registration Number 199301388D)  
(Incorporated in the Republic of Singapore)



**HATTEN** 惠騰  
LAND

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an extraordinary general meeting (“EGM”) of Hatten Land Limited (the “**Company**”) will be held on 25 October 2018 at 11 a.m. at 53 Mohamed Sultan Road, Level 2, Singapore 238993 for the purpose of considering and, if thought fit, passing, with or without modifications, the following ordinary resolution:

*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 28 September 2018 (the “Circular”).*

**SHAREHOLDERS SHOULD NOTE THAT WHILE THE PROPOSED ACQUISITION OF THE REMAINING 20% OF THE ISSUED AND PAID-UP SHARE CAPITAL OF VVSB IS NOT SUBJECT TO SHAREHOLDERS' APPROVAL, SHOULD THE ORDINARY RESOLUTION NOT BE APPROVED BY SHAREHOLDERS, THE COMPANY WILL NOT BE PROCEEDING WITH THE PROPOSED ACQUISITION.**

### ORDINARY RESOLUTION

**THE PROPOSED ACQUISITION OF 80% OF THE ISSUED AND PAID-UP SHARE CAPITAL OF VVSB FROM DATO' COLIN AND DATO' EDWIN WHICH CONSTITUTES AN INTERESTED PERSON TRANSACTION UNDER THE CATALIST RULES**

That:

- (a) approval be and is hereby given for the proposed acquisition of 80% of the issued and paid-up share capital of Velvet Valley Sdn Bhd by Sky Win Management Consultancy Pte Ltd from Dato' Colin and Dato' Edwin (“**IPT Acquisition**”), upon the terms and subject to the conditions of the VVSB Sale and Purchase Agreement entered into by the Company and the VVSB Vendors on 3 August 2018; and
- (b) any of the directors of the Company be and is hereby authorised to complete and to do all acts and things as he may consider necessary or expedient for the purposes of or in connection with the IPT Acquisition and to give effect to this Ordinary Resolution (including any amendment to the VVSB Sale and Purchase Agreement, execution of any other agreements or documents and procurement of third party consents) as he shall think fit and in the interests of the Company.

### **BY ORDER OF THE BOARD HATTEN LAND LIMITED**

Dato' Tan June Teng, Colin  
Executive Chairman and Managing Director

**28 September 2018**

### **Notes:**

- (1) A member of the Company entitled to attend and vote at the EGM may appoint not more than two (2) proxies to attend and vote in his/her stead. A member of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a member of the Company.
- (2) Pursuant to Section 181(1C) of the Companies Act, a member who is a Relevant Intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the proxy form.

“Relevant Intermediary” means:

- (a) 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;
  - (b) 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
  - (c) 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.
- (3) Where a member appoints two (2) proxies, he shall specify the proportion of his shareholding to be represented by each proxy. If no such proportion or number is specified, the first named proxy may be treated as representing 100.0% of the shareholding and any second named proxy as an alternate to the first named.
  - (4) If a proxy is to be appointed, the instrument appointing a proxy must be duly deposited at the Share Registration Office of the Company at Tricor Barbinder Share Registration Services (a division of Tricor Singapore Pte. Ltd.) 80 Robinson Road #11-02, Singapore 068898, not less than 72 hours before the time set for holding the EGM.
  - (5) The instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised. The power of attorney or other authority, if any, under which the instrument of proxy is signed on behalf of the member or duly certified copy of that power of attorney or other authority (failing previous registration with the Company) shall be attached to the instrument of proxy, failing which the instrument may be treated as invalid.
  - (6) A Depositor's name must appear on the Depository Register maintained by CDP not less than 72 hours before the time fixed for holding the EGM in order for the Depositor to be entitled to attend and vote at the EGM.

### **Personal Data Privacy:**

By submitting a proxy form 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 personal data of the member 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 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) 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 proxy(ies) and/or representative(s) of the member to the Company (or its agents), 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) of the personal data of the 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 breach of warranty of the member.

The Company was listed on the Catalist board (“**Catalist**”) of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) on 26 January 2017 via a reverse take-over (“**RTO**”). The financial adviser of the RTO was UOB Kay Hian Private Limited (the “**Sponsor**”).

This Notice has been prepared by the Company and its contents have been reviewed by the Sponsor for compliance with the SGX-ST Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this Notice. This Notice has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this Notice, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this Notice.

The contact person for the Sponsor is Mr Alvin Soh, Head of Catalist Operations, Senior Vice President, at 8 Anthony Road, #01-01, Singapore 229957, telephone (65) 6590 6881.