
NOTICE OF EXTRAORDINARY GENERAL MEETING

NEW SILKROUTES GROUP LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No. 199400571K)

(the “Company”)

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of the Company will be held at Temasek Club, 131 Rifle Range Road, Singapore 588406 on Wednesday, 30 October 2024 at 2.00 p.m. for the purpose of considering, and if thought fit, passing the following ordinary resolution with or without modifications:

All capitalised terms used in this Notice of Extraordinary General Meeting (“EGM”) which are not defined herein shall have the meanings ascribed to them in the Circular to shareholders of the Company dated 15 October 2024 (the “Circular”) in relation to the Proposed Appointment of New Auditors.

ORDINARY RESOLUTION: THE PROPOSED APPOINTMENT OF NEW AUDITORS

That:

- (i) the appointment of PKF-CAP LLP as the auditors of the Company, with effect from the date of Shareholders’ approval of this ordinary resolution until the conclusion of the next AGM, in place of the retired auditors of the Company, Baker Tilly TFW LLP, at such remuneration and on such terms to be agreed between the Directors and PKF-CAP LLP be and is hereby approved; and
- (ii) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they and/or he/she may consider expedient or necessary or in the interests of the Company to give effect to the Proposed Appointment of New Auditors and/or the transactions authorised by this ordinary resolution.

[Explanatory Note]

By Order of the Board

Ong Beng Hong
Company Secretary

Singapore, 15 October 2024

Explanatory Note to the Ordinary Resolution:

In accordance with Rule 1203(5) of the Listing Manual of the SGX-ST:

- (1) the retired auditors, Baker Tilly have given their professional clearance to PKF and confirmed that they are not aware of any professional reasons why the new auditors, PKF, should not accept appointment as auditors of the Company;
- (2) the Directors confirm that there were no disagreements with Baker Tilly on the Company’s audited financial statements for FY2023 and/or on accounting treatments within the last 12 months;
- (3) the Directors confirm that they are not aware of any circumstances connected with the Proposed Appointment of New Auditors that should be brought to the attention of shareholders of the Company which has not been disclosed in this Circular;
- (4) the specific reasons for the Proposed Appointment of New Auditors has been disclosed in the Circular, i.e. Baker Tilly declined to stand for election. Baker Tilly retired at the AGM held on 4 September 2024 and did not seek re-appointment as auditors of the Company;
- (5) the Directors confirm that the Company has complied with Rule 712 and Rule 715 of the Listing Manual of the SGX-ST in relation to the Proposed Appointment of New Auditors.

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Notes:

1. The EGM will be convened and held physically at Temasek Club, 131 Rifle Range Road, Singapore 588406. There will be no option for members to participate virtually.
2. Live voting will be conducted during the EGM for members and proxies attending the EGM. Shareholders will be instructed on how to cast their votes at the EGM.
3. An investor who holds shares under the Central Provident Fund Investment Scheme (“**CPF Investor**”) and/or the Supplementary Retirement Scheme (“**SRS Investors**”) (as may be applicable) may attend and cast his vote(s) at the EGM in person. CPF and SRS Investors who are unable to attend the EGM but would like to vote, may inform their CPF and/or SRS Approved Nominees to appoint the Chairman of the EGM to act as their proxy at least seven (7) working days before the EGM, in which case, the CPF and SRS Investors shall be precluded from attending the EGM.

A member who is not a relevant intermediary (as defined in Section 181 of the Companies Act 1967 (the “**Companies Act**”)) is entitled to appoint not more than two (2) proxies to attend, speak and vote on his/her behalf at the EGM. Where a member appoints more than one (1) proxy, he/she shall specify the proportion of his/her shares to be represented by each such proxy, failing which the nomination shall be deemed to be alternative.

A member who is a relevant intermediary (as defined in Section 181 of the Companies Act) is entitled to appoint more than two (2) 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 form of proxy 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 form of proxy.

4. A proxy need not be a member of the Company. The instrument appointing a proxy(ies), together with the power of attorney or other authority under which it is signed (if applicable) or a notarially certified copy thereof, must:
 - (a) if sent personally or by post, be deposited at the office of the Company’s share registrar, **B.A.C.S. Private Limited at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896**; or
 - (b) if submitted by email, be received by the Company’s share registrar, **B.A.C.S. Private Limited at main@zicoholdings.com**,

in either case, by no later than 2.00 p.m. on Monday, 28 October 2024, being not less than 48 hours before the time for holding the EGM in order to be entitled to attend and to vote at the EGM. If no specific direction as to voting is given or in the event of any other matter arising at the EGM and at any adjournment thereof, the proxy(ies) will vote or abstain from voting at his/her discretion.

5. The sending of a Proxy Form by a member does not preclude him from attending and voting in person if he finds that he is able to do so. In such event, the relevant Proxy Forms will be deemed to be revoked.
6. A depositor shall not be regarded as a member of a Company entitled to attend, speak and vote at the EGM unless his name appears on the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001) 72 hours before the time fixed for the EGM.
7. If sent personally or by post, the instrument appointing the proxy(ies) of an individual must be under the hand of the appointor or of his attorney duly authorised in writing and the instrument appointing the proxy(ies) of a corporation must be executed either under its common seal or under the hand of its attorney or a duly authorised officer.

Where an instrument appointing a proxy(ies) is submitted by email, it must be authorised in the following manner:

- (a) by way of the affixation of an electronic signature by the appointor or his/her duly authorised attorney or, as the case may be, an officer or duly authorised attorney of a corporation; or
 - (b) by way of the appointor or his duly authorised attorney or, as the case may be, an officer or duly authorised attorney of a corporation signing the instrument under hand and submitting a scanned copy of the signed instrument by email.
8. A member may also submit questions related to the resolutions to be tabled for approval at the EGM either (i) in person at the EGM during the live Q&A session; or (ii) prior to the EGM. To do so, all questions must be submitted by 9.00 a.m. on Wednesday, 23 October 2024:
 - (a) in hard copy by sending personally or by post and lodging the same at the registered office of the Company at 456 Alexandra Road, #24-01, Fragrance Empire Building, Singapore 119962; or
 - (b) by email to info@newsilkroutes.com.

Members will need to identify themselves when posing questions by email or by mail by providing the following details:

- (a) the member’s full name as it appears on his/her/its CDP/CPF/SRS share records;
- (b) the member’s NRIC/Passport/UEN number;
- (c) the member’s contact number and email address; and
- (d) the manner in which the member holds his/her/its shares in the Company (e.g. via CDP, CPF or SRS).

The Company will not be able to answer questions from persons who provide insufficient details to enable the Company to verify his/her/its shareholder status.

The Company will address substantial and relevant questions relating to the resolutions to be tabled for approval at the EGM as received from members by the cut off date and time of 9.00 a.m. on Wednesday, 23 October 2024. The Company will publish its responses to such queries on SGXNet by 2.00 p.m. on Saturday, 26 October 2024. The

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Company will address those substantial and relevant questions which have not already been addressed prior to the EGM, as well as those received "live" at the EGM itself, during the EGM.

9. The Circular, Notice of EGM and proxy form may be accessed at the Company's website at the URL <https://newsilkroutes.com/latest-newsannouncements/> at the menu "Latest News/Announcements". The Circular, Notice of EGM and proxy form have also been made available on SGXNet.

Personal data privacy:

By attending the EGM and/or any adjournment thereof or 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) 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 for publication of the names and comments of shareholders on the Company's website, 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 member's proxy(ies) and/or representative(s) 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 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.