
NOTICE OF EXTRAORDINARY GENERAL MEETING

SANTAK HOLDINGS LIMITED
(Incorporated in Singapore)
(Company Registration No. 200101065H)

All capitalised terms in this Notice of Extraordinary General Meeting which are not defined herein shall have the same meanings ascribed to them in the Circular to Shareholders dated 28 February 2023.

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting of SANTAK HOLDINGS LIMITED (the "**Company**") will be held physically at 4 Clementi Loop, #01-01, Singapore 129810 on 15 March 2023 at 10.30 a.m. for the following purposes of considering and, if thought fit, passing, with or without amendments, the following resolution which will be proposed as Ordinary Resolution:

ORDINARY RESOLUTION - THE PROPOSED CHANGE OF AUDITORS OF THE COMPANY FROM ERNST & YOUNG LLP TO GRANT THORNTON AUDIT LLP

THAT:

- (a) the resignation of Ernst & Young LLP ("**Ernst & Young**") as Auditors of the Company be and is hereby noted and Grant Thornton Audit LLP ("**GT**"), having consented to act, be and is hereby appointed as Auditors of the Company in place of Ernst & Young, to hold office until the conclusion of the next AGM of the Company at a fee and on such terms as may be agreed by the Directors with GT; and
- (b) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion 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 or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution and the Proposed Change of Auditors as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company.

By Order of the Board

Lai Foon Kuen
Company Secretary

28 February 2023

NOTICE OF EXTRAORDINARY GENERAL MEETING

Explanatory Notes to the Ordinary Resolution:

Shareholders should note that in accordance with the requirements of Rule 712(3) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (the “**Catalist Rules**”):

- a) in the professional clearance letter dated 13 February 2023, Ernst & Young has confirmed that they are not aware of any professional reasons why GT should not accept appointment as the Company’s Auditors;
- b) the Company confirms that there were no disagreements with Ernst & Young on accounting treatments within the last twelve (12) months up to the date of their resignation, being 13 February 2023;
- 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 which has not been disclosed in the Circular;
- d) the Company confirms that the specific reasons for the Proposed Change of Auditors are as disclosed in Section 2.1 of this Circular. The Proposed Change of Auditors is neither due to the dismissal of Ernst & Young nor Ernst & Young declining to stand for re-appointment. In addition, Ernst & Young were neither dismissed nor directed by the SGX-ST to be replaced under Rule 305(1)(eb) of the Catalist Rules; and
- e) the Company confirms that it is or will be in compliance with Rules 712 and 715 of the Catalist Rules in relation to the Proposed Appointment of GT as the Company’s Auditors.

Notes:

1. The members of the Company are invited to attend physically at the Extraordinary General Meeting (the “**Meeting**” or “**EGM**”) pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. There will be no option for shareholders to participate virtually. Printed copies of this Notice, Proxy Form and Circular will not be sent to members. This Notice, Proxy Form and Circular are available to members via publication on the SGX website at <https://www.sgx.com/securities/company-announcements> and the Company’s website. A member will need an internet browser and PDF reader to view these documents.

2. Arrangements for participation in the EGM physically

Members (including CPFIS and SRS investors) may participate in the EGM by:

- (a) attending the EGM in person;
- (b) submitting questions to the Chairman of the Meeting in advance of, or at, the EGM; and/or
- (c) voting at the EGM:
 - (i) themselves personally; or
 - (ii) through their duly appointed proxy(ies).

CPFIS and SRS investors who wish to appoint the Chairman of the Meeting (and not third party prox(ies)) as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes. Please see item 6 below for details.

In the event members encountered Covid-19 like symptoms prior to the Meeting, members are strongly encouraged to exercise social responsibility to rest at home and consider appoint a proxy(ies) to attend the Meeting. We encourage members to mask up when attending the Meeting.

3.
 - (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote in his/her stead at the EGM.
 - (b) A member who is a relevant intermediary is entitled to appoint more than two 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.

“Relevant intermediary” has the meaning ascribed to it in Section 181 of the Companies Act 1967.

4. A proxy need not be a member of the Company.
5. A member can appoint the Chairman of the Meeting as his/her/its proxy but this is not mandatory. If a member wishes to appoint the Chairman of the Meeting as proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on, each resolution in the instrument appointing the Chairman of the Meeting as proxy. If no specific direction as to voting is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the Chairman of the Meeting will vote or abstain from voting at his discretion.
6. CPFIS/SRS investors who hold SGX shares through CPF Agent Banks/SRS Operators: (a) may vote at the Meeting if they are appointed as proxies by their respective CPF Agent Banks/SRS Operators, and should contact their respective CPF Agent Banks/SRS Operators if they have any queries regarding their appointment as proxies; or (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Meeting, in which case they should approach their

NOTICE OF EXTRAORDINARY GENERAL MEETING

CPF Agent Banks/SRS Operators to submit their votes at least 7 working days prior to the date of EGM ie by 5.00 p.m. on 3 March 2023.

7. Submission of instrument of proxy or proxy ("**Proxy Form**") – By 10.30 a.m. on 13 March 2023.

The Proxy Form must be submitted through any one of the following means: (a) by depositing a physical copy at the registered office of the Company at 4 Clementi Loop, #01-01, Singapore 129810; or (b) by sending a scanned PDF copy by email to santak.holdings@santak.com.sg, in either case, not less than 48 hours before the time appointed for holding the Meeting i.e. by 10.30 a.m. on 13 March 2023, and failing which, the Proxy Form will not be treated as valid.
8. The Company shall be entitled to, and will, treat any valid Proxy Form which was delivered by a member to the Company before 10.30 a.m. on 13 March 2023 as a valid instrument as the member's proxy to attend, speak and vote at the Meeting if: (a) the member had indicated how he/she/it wished to vote for or vote against or abstain from voting on the resolution; and (b) the member has not withdrawn the appointment by 10.30 a.m. on 13 March 2023.
9. If the member is a corporation, the instrument appointing the proxy must be under seal or the hand of an officer or attorney duly authorised.
10. Completion and return of the Proxy Form by a member will not prevent him/her from attending, speaking and voting at the Meeting if he/she so wishes. The appointment of the proxy(ies) for the Meeting will be deemed to be revoked if the member attends the Meeting in person and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the Meeting.
11. Submission of questions by members in advance of the Meeting – By 10.30 a.m. on 7 March 2023
 - (a) Members may also submit questions related to the resolution to be tabled for approval at the Meeting. All questions, together with the members' full names, identification numbers, contact numbers and email addresses and manner in which they hold shares in the Company ("**Shares**"), must be submitted no later than 10.30 a.m. on 7 March 2023 or by post to the registered office of the Company at 4 Clementi Loop, #01-01, Singapore 129810.
 - (b) Please note that the Company will address and publish its response to the substantial and relevant questions relating to the resolution to be tabled for approval by 10 March 2023 ("**Responses to Q&A**") on SGXNET.
 - (c) The Company endeavours to address (i) subsequent clarifications sought (ii) follow-up questions or (iii) subsequent substantial and relevant questions which are received after its Responses to Q&A at the Meeting itself. Where substantially similar questions are received, we will consolidate such questions and consequently not all questions may be individually addressed.
 - (d) Minutes of EGM - The Company will, within one month after the date of the EGM, publish the minutes of the EGM on SGXNET, and the minutes will include the responses to the questions which are addressed during the EGM, if any.
12. Important reminder. Members are reminded to check SGXNet for any latest updates on the status of the EGM.

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) 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 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.

*This notice has been reviewed by the Company's Sponsor, Asian Corporate Advisors Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**Exchange**") and the Exchange assumes no responsibility for the contents of this notice, including the correctness of any of the statements or opinions made or reports contained in this notice.*

The contact person for the Sponsor is Ms Foo Quee Yin, at 160 Robinson Road, #21-05 SBF Center, Singapore 068914, Telephone number: 6221 0271