

FUJI OFFSET PLATES MANUFACTURING LTD

(Company Registration No.: 198204769G)

(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting ("**EGM**" or the "**Meeting**") of Fuji Offset Plates Manufacturing Ltd (the "**Company**") will be held at Conference Room, 2 Jalan Rajah #06-28 Golden Wall Flatted Factory, Singapore 329134 on Friday, 21 October 2022 at 11.00 a.m. for the purpose of considering and, if thought fit, passing, with or without amendments, the Ordinary Resolution as set out below.

Unless herein defined, all terms defined in this notice of EGM ("**Notice of EGM**") shall have the same meanings as those defined or construed in the circular dated 6 October 2022 (the "**Circular**") issued by the Company to Shareholders.

ORDINARY RESOLUTION: PROPOSED CHANGE OF AUDITORS FROM ERNST & YOUNG LLP TO NEXIA TS PUBLIC ACCOUNTING CORPORATION

That:

- (a) the resignation of Ernst & Young LLP ("**Ernst & Young**") as auditors of the Company be and is hereby noted and Nexia TS Public Accounting Corporation ("**Nexia**"), 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 Nexia ("**Proposed Change of Auditors**"); and
- (b) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including executing all such documents as may be required) as they or he may in their discretion deem necessary, desirable or expedient or in the interests of the Company to give effect to the proposed change of auditors of the Company and/or the transactions authorised by this Ordinary Resolution.
[see Explanatory Note (i)]

(Resolution 1)

By Order of the Board

Kevin Cho
Company Secretary

Singapore,
6 October 2022

Explanatory Notes:

- (i) 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 Notice of Resignation dated 19 September 2022, Ernst & Young has confirmed that it is not aware of any professional reasons why Nexia should not accept appointment as Auditors (the “**Professional Clearance Letter**”);
 - (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 19 September 2022;
 - (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 disclosed in Section 2.1 of the Circular. The Proposed Change of Auditors is neither due to the dismissal of Ernst & Young nor Ernst & Young declining to stand for election. In addition, Ernst & Young were not 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 complies with Rules 712 and 716 of the Catalist Rules in relation to the proposed appointment of Nexia as Auditors.

Access to Documents or Information Relating to the EGM:

1. The EGM is being convened, and will be held, at Conference Room, 2 Jalan Rajah #06-28 Golden Wall Flatted Factory, Singapore 329134 (the “**EGM**” or “**Physical Meeting**”) in accordance with and subject to such vaccinated-differentiated safe management measures and other measures which may be prescribed by any prevailing regulations, directives, measures or guidelines that may be issued by any government and regulatory agency in light of the COVID-19 situation from time to time.
2. Copy of this Notice will not be sent to members. Instead, this Notice will be sent to members by electronic means via publication on the Company’s corporate website at the URL <https://www.fopgroup.com/index.php/investor-relations>. This Notice will also be made available on the SGX’s website at the URL <https://www.sgx.com/securities/company-announcements>.

Submit Questions in relation to the Resolution set out in the Notice of EGM

3. Shareholders can submit their questions via following manner:
 - (a) if submitted by post, be deposited at the registered office of the Company at 2 Jalan Rajah, #06-28 Golden Wall Flatted Factory, Singapore 329134; or
 - (b) if submitted electronically, be submitted via email to the Company, at egm2022@fopgroup.com,

in either case, by 11.00 a.m. on Friday, 14 October 2022.

Addressing questions

4. Management and the Board of the Company will endeavour to address all substantial and relevant questions submitted, prior to or during the EGM. However, as there may not be sufficient time to address all such questions during the EGM itself, the Company will publish

the responses to those questions which the Company will not be addressing during the EGM on the SGX's website at the URL <https://www.sgx.com/securities/company-announcements> and the Company's corporate website at the URL <https://www.fopgroup.com/index.php/investor-relations>, and the minutes will include the responses to the substantial and relevant questions which are addressed during the EGM.

5. The Company will publish the minutes of the EGM within one (1) month from date of EGM on both the SGX's website at the URL <https://www.sgx.com/securities/company-announcements> and the Company's corporate website at the URL <https://www.fopgroup.com/index.php/investor-relations>, and the minutes will include the responses to the substantial and relevant questions which are addressed during the EGM.

Attendance at the EGM

6. Due to the COVID-19 situation, the Company may restrict the number of in-person attendees at the Physical Meeting to such number as the Directors may determine in compliance with the prevailing Ministry of Health advisory.
7. Shareholders who are appointing Proxyholder(s) to attend the Physical Meeting on his/her/its behalf should pre-register the Proxyholder and specify his/her/its intention to attend the Physical Meeting as well as to submit the completed and signed Proxy Form by 11.00 a.m. on Wednesday, 19 October 2022, being at least 48 hours before the time fixed for the EGM, failing which the appointment shall be invalid.
8. The Directors of the Company together with senior management of the Company, will attend the EGM physically at the EGM venue.

Voting

9. Voting on the resolution tabled at the EGM will be by poll in accordance with the Constitution of the Company.
10. The proxy form for the EGM may be accessed at the Company's corporate website at the URL <https://www.fopgroup.com/index.php/investor-relations>, and will also be made available on the SGX's website at the URL <https://www.sgx.com/securities/company-announcements>.

Where a member (whether individual or corporate) who is not a relevant intermediary (as defined below) is entitled to appoint not more than two (2) proxies, the appointments shall be invalid unless such Shareholder specifies the number of Shares to be represented by each proxy. Please note that proxy will be given the same rights as member.

A Shareholder, 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 Shareholder. Where such Shareholder's instrument appointing a proxy(ies) appoints more than two proxies, the number and class of Shares is held in relation to which each proxy has been appointed must be specified in the instrument appointing a proxy(ies).

Central Provident Fund ("CPF") or Supplemental Retirement Scheme ("SRS") investors who wish to appoint proxy(ies) should approach their respective CPF Agent Banks or SRS Operators (being relevant intermediaries) to submit their votes by 11.00 a.m. on Tuesday, 11 October 2022.

"Relevant intermediary" means:

- (a) a banking corporation licensed under the Banking Act 1970 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 license to provide custodial services for securities under the Securities and Futures Act 2001 and who holds shares in that capacity; or

- (c) the CPF Board established by the Central Provident Fund Act 1953, 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 CPF, if the CPF Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
11. A proxy need not be a member of the Company.
 12. The proxy form must be submitted to the Company in the following manner:
 - a. if submitted by post, be deposited at the registered office of the Company at 2 Jalan Rajah, #06-28 Golden Wall Flatted Factory, Singapore 329134; or
 - b. if submitted electronically, be submitted via email to the Company, at egm2022@fopgroup.com,

in either case, not less than forty-eight (48) hours before the time appointed for holding the EGM, i.e., by 11.00 a.m. on Wednesday, 19 October 2022.
 13. A Depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at seventy-two (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.
 14. A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.
 15. Documents and information relating to the EGM (including the Notice of EGM, Circular dated 6 October 2022 have been published on SGXNET (www.sgx.com) and may be accessed at the Company's corporate website at the URL <https://www.fopgroup.com/index.php/investor-relations>.
 16. Copies of the Notice of EGM, the Circular and the Proxy Form will not be sent to Shareholders. In view of the evolving COVID-19 situation, Shareholders are advised to continue to check SGXNET regularly for any updates relating to the EGM.
 17. Any reference to a time of day in this Notice of EGM is made by reference to Singapore time.

Personal data privacy:

By submitting (a) the Proxy Form appointing a proxy or proxies to attend, speak and vote at the EGM of the Company and/or any adjournment thereof, or (b) questions in relation to the resolution set out in the Notice of EGM, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the following purposes:

- (i) processing and administration by the Company (or its agents or service providers) of the appointment of a proxy or proxies for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes (including questions and answers) and other documents relating to the EGM (including any adjournment thereof);
- (ii) addressing all substantial and relevant questions received from members relating to the resolution set out in the Notice of EGM to be tabled for approval at the EGM prior to the EGM and if necessary, following up with the relevant members in relation to such questions; and
- (iii) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines by the relevant authorities.

Photographic, sound and/or video recordings of the EGM may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the EGM. Accordingly, the personal data of a member may be recorded by the Company (or its agents or service providers) for such purposes.

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 "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 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