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 by way of electronic means on Monday, 8 February 2021 at 10.00 a.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 EGM which are not defined herein shall have the meanings ascribed to them in the Circular to shareholders of the Company dated 22 January 2021 (the "**Circular**") in relation to the Proposed Appointment of New Auditors.*

ORDINARY RESOLUTION: THE PROPOSED APPOINTMENT OF NEW AUDITORS

That:

(i) the appointment of Baker Tilly TFW 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 at such remuneration and on such terms to be agreed between the Directors and Baker Tilly TFW 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.

By Order of the Board

Ong Beng Hong
Company Secretary

Singapore, 22 January 2021

Notes to the Ordinary Resolution:

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

(1) the retired auditors, Deloitte have given their professional clearance to Baker Tilly and confirmed that they are not aware of any professional reasons why the new auditors, Baker Tilly, should not accept appointment as auditors of the Company;

(2) the Directors confirm that there were no disagreements with Deloitte 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;

(4) the specific reasons for the Proposed Appointment of New Auditors has been disclosed in the Circular. Deloitte retired at the AGM held on 30 October 2020 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.

Notes:

(1) Alternative arrangements relating to, among others, attendance, submission of questions in advance and/or voting by proxy at the Extraordinary General Meeting are set out in the Company's announcement dated 22 January 2021 entitled "Important Notice to Shareholders Regarding the Company's Extraordinary General Meeting on 8 February 2021" which has been

uploaded together with this Notice on SGXNet on the same day. The announcement may also be accessed at the URL http://www.newsilkroutes.org/index.php/latest-newsannoucements/.

In particular, the Extraordinary General Meeting will be held by way of electronic means and a member will be able to watch the proceedings of the Extraordinary General Meeting through a "live" webcast via his/her/its mobile phones, tablets or computers or listen to these proceedings through a "live" audio feed via telephone. In order to do so, a member who wishes to watch the "live" webcast or listen to the "live" audio feed must pre-register by 10.00 a.m. on 5 February 2021, at the URL https://online.meetings.vision/newsilkroutes-egm-registration. Following authentication of his/her/its status as members, authenticated members will receive email instructions on how to access the webcast and audio feed of the proceedings of the Extraordinary General Meeting by 10.00 a.m. on 7 February 2021. Members who have received the email instructions must not forward the email instructions to other persons who are not members or who are not entitled to attend the Extraordinary General Meeting. This is to avoid any technical disruption or overload to the "live" webcast or "live" audio feed.

A member may also submit questions related to the resolution(s) to be tabled for approval at the Extraordinary General Meeting. To do so, all questions must be submitted by 10.00 a.m. on 5 February 2021:

(a) via the pre-registration website at the URL https://online.meetings.vision/newsilkroutes-egm-registration;

(b) in hard copy by sending personally or by post and lodging the same at the registered office of the Company at 456 Alexandra Road, #19-02 Fragrance Empire Building, Singapore 119962; or

(c) by email to ipr@newsilkroutes.org.

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 resolution(s) to be tabled for approval at the Extraordinary General Meeting as received from members either before or during the Extraordinary General Meeting.

Please note that members will not be able to ask questions at the Extraordinary General Meeting "live" during the webcast and the audio feed, and therefore it is important for members to submit their questions in advance of the Extraordinary General Meeting.

(2) **A member will not be able to attend the Extraordinary General Meeting in person. If a member (whether individual or corporate) wishes to exercise his/her/its voting rights at the Extraordinary General Meeting, he/she/it must appoint the Chairman of the Extraordinary General Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Extraordinary General Meeting.** In appointing the Chairman of the Extraordinary General Meeting as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid. The accompanying proxy form for the Extraordinary General Meeting may be accessed at the Company's website at the URL http://www.newsilkroutes.org/index.php/latest-newsannoucements/ under "Important Notice to Shareholders Regarding the Company's Extraordinary General Meeting on 8 February 2021" and has also been made available on SGXNet.

(3) The Chairman of the Extraordinary General Meeting, as proxy, need not be a member of the Company. The instrument appointing the Chairman of the Extraordinary General Meeting as proxy, 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 **8 Robinson Road, #03-00 ASO Building, Singapore 048544**; 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, not less than 48 hours before the time for holding the Extraordinary General Meeting, and in default the instrument of proxy shall not be treated as valid.

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.

In view of the COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.

(4) The instrument appointing the Chairman of the Extraordinary General Meeting as proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing the Chairman of the Extraordinary General Meeting as proxy is executed by a company, it must be either under its common seal or signed on its behalf by a duly authorised officer or attorney.

(5) In the case of a member whose shares are entered against his/her name in the Depository Register, the Company may reject any instrument appointing the Chairman of the Extraordinary General Meeting as proxy lodged if such member, being the appointor, is not shown to have shares entered against his/her name in the Depository Register as at 72 hours before the time appointed for holding the Extraordinary General Meeting, as certified by The Central Depository (Pte) Limited to the Company.

(6) Persons who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act, Chapter 50 of Singapore), including CPF and SRS investors, and who wish to participate in the Extraordinary General Meeting ("**Relevant Intermediary Participants**") by (a) observing and/or listening to the Extraordinary General Meeting proceedings via the "live" webcast or the "live" audio feed in the manner provided in Note 1 above; (b) submitting questions in advance of the Extraordinary General Meeting in the manner provided in Note 1 above; and/or (c) appointing the Chairman of the Extraordinary General Meeting as proxy to attend, speak and vote on their behalf at the Extraordinary General Meeting, should contact the relevant intermediary (which would include, in the case of CPF and SRS investors, their respective CPF Agent Banks and SRS Operators) through which they hold such shares as soon as possible in order to facilitate the necessary arrangements for them to participate in the Extraordinary General Meeting. CPF or SRS investors who wish to appoint the Chairman of the Extraordinary General Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 10.00 a.m. on 27 January 2021.

(7) The Circular may be accessed at the Company's website at the URL http://www.newsilkroutes.org/index.php/latest-newsannoucements/. The Circular has also been made available on SGXNet.

Personal Data Privacy:

By pre-registering for the "live" webcast or audio feed, submitting an instrument appointing the Chairman of the Extraordinary General Meeting as proxy to attend, speak and vote at the Extraordinary General Meeting and/or any adjournment thereof, or submitting any details of Relevant Intermediary Participants in connection with the Extraordinary General Meeting, 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 Extraordinary General Meeting (including any adjournment thereof), the preparation and compilation of the attendance lists, minutes and other documents relating to the Extraordinary General Meeting (including any adjournment thereof), the publication of the names and comments of the members at the Extraordinary General Meeting 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.