
NOTICE OF EXTRAORDINARY GENERAL MEETING

ENVICTUS INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No. 200313131Z)

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of the shareholders of Envictus International Holdings Limited (the “**Company**”) will be held by electronic means on Friday, 5 August 2022 at 11.00 a.m. for the purposes of considering and, if thought fit, passing with or without modifications, the following resolution:

ORDINARY RESOLUTION: THE PROPOSED RATIFICATION OF (A) THE DISPOSAL OF THE PROPERTY LOCATED AT PULAU INDAH, SELANGOR; (B) THE DISPOSAL OF THE PLANT AND EQUIPMENT LOCATED AT PULAU INDAH, SELANGOR; AND (C) THE DISPOSAL OF THE CUSTOMER PORTFOLIO OF DE-LUXE FOOD SERVICES SDN BHD

That:

- (a) the (i) disposal of the property located at Pulau Indah, Selangor in accordance with the terms and conditions of the sale and purchase agreement dated 31 January 2022 entered into between Polygold Beverages Sdn Bhd and Aryzta Food Solutions Malaysia Sdn Bhd the (“**Purchaser**”); (ii) disposal of the single storey factory with all the manufacturing equipment therein and a two storey office with all the fixtures and fittings erected thereon located at Pulau Indah, Selangor in accordance with the terms and conditions of the asset sale agreement dated 31 January 2022 entered into between De-luxe Food Services Sdn Bhd (“**DFSSB**”) and the Purchaser; and (iii) disposal of the business with certain customers of DFSSB, namely (1) Petroliaam Nasional Berhad (2) Pok Brothers, (3) Famous Amos, (4) San Francisco Coffee (5) Havi (Subway) and (6) Monty’s Bake House, in accordance with the terms and conditions of the OEM Agreement dated 31 March 2021 and into between DFSSB and the Purchaser (collectively, the “**Disposals**”), collectively a “major transaction” under Chapter 10 of the Listing Manual of the Singapore Exchange Securities Trading Limited, be and are hereby and ratified;
- (b) the Company and any director of the Company (“**Director**”) be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as the Company or such Director may consider necessary or expedient or in the interests of the Company to give effect to this resolution; and
- (c) any and all actions taken by any Director or the Company in respect of the Disposals and the matters considered in this resolution be and are hereby approved and ratified.

BY ORDER OF THE BOARD

S Surenthiraraj @ S Suressh

Kok Mor Keat

Company Secretaries

Singapore

8 July 2022

Notes:

- 1. A member (other than a Relevant Intermediary (as defined below)) entitled to attend and vote at the Meeting is entitled to appoint not more than two (2) proxies to attend and vote in his stead. A proxy need not be a member of the Company.
- 2. The instrument appointing a proxy must be deposited at the Share Registrar’s Office at 1 Harbourfront Avenue, Keppel Bay Tower #14-03/07, Singapore 098632 not less than 72 hours before the time for holding EGM.
- 3. Pursuant to Section 181 of the Companies Act 1967 of Singapore, any member who is a relevant intermediary is entitled to appoint more than two proxies to attend and vote at the EGM. Relevant intermediary is either:
 - (a) a banking corporation licensed under the Banking Act 1970 of Singapore 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 2001 of Singapore and who holds shares in that capacity; or

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- (c) the Central Provident Fund (“CPF”) Board established by the Central Provident Fund Act 1953 of Singapore (the “CPF Act”), in respect of shares purchased under the subsidiary legislation made under the CPF 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.

Important Notice on COVID-19:

In view of the constantly evolving COVID-19 situation and to comply with the Infectious Diseases (Measures to Prevent Spread of COVID-19) Regulations 2020, the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 of the COVID-19 (Temporary Measures) Act 2020 (Act 14 of 2020) and the Joint Statement by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and the Singapore Exchange Regulation issued on 13 April 2020 (as updated from time to time) which included a checklist to guide listed and non-listed entities on the conduct of general meetings during the period when elevated safe distancing measures are in place (the “Regulations”), the following steps will be taken for the EGM of the Company to help minimise the risk of community spread of the virus. The EGM is being convened, and will be held, by way of electronic means. Shareholders will not be allowed to attend the EGM in person and no Shareholders or their corporate representatives will be admitted.

Shareholders are reminded not to congregate to watch the “live” webcast or listen to the EGM proceedings and ensure that safe distancing measures are practised and the Regulations and all government advisories are adhered to. The Company seeks the understanding and cooperation of all Shareholders to help minimise the risk of community spread of the virus.

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.