



(Company Registration No.: 197901039W)  
(Incorporated in the Republic of Singapore)

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Sixth Annual General Meeting of the Company will be held at Grand Mercure Roxy Hotel, Amber Room, Level 3, 50 East Coast Road, Roxy Square, Singapore 428769 on Friday, 29 April 2016, at 11.00 a.m., for the purpose of transacting the following business:

### As Ordinary Business

- To receive and adopt the Directors' Statement and Audited Financial Statements for the year ended 31 December 2015 and the Auditors' Report thereon. (Resolution 1)
- To declare a first and final tax exempt (1-tier) dividend of 0.3 Singapore cent per ordinary share for the year ended 31 December 2015. (Resolution 2)
- To re-elect Mrs. Kao Ching Fong nee Pan, who retires pursuant to Clause 102 of the Constitution of the Company and being eligible offers herself for re-election as Director. (Resolution 3a)
  - To re-appoint Mr. Gui Kim Young @ Gui Kim Gan as a Director of the Company. (Resolution 3b)  
(See Explanatory Note 1)
- To approve Directors' Fees of S\$136,000.00 for the year ended 31 December 2015 (2014: S\$136,000.00). (Resolution 4)
- To re-appoint Messrs Ernst & Young LLP as auditors of the Company and to authorise the Directors to fix their remuneration. (Resolution 5)
- To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

### As Special Business

To consider and, if thought fit, to pass the following resolutions as ordinary resolutions:

- Authority to allot and issue shares up to fifty per cent (50%) of the total number of issued shares excluding Treasury Shares in the capital of the Company  
THAT pursuant to Section 161 of the Companies Act, Cap. 50 and the Listing Manual of the SGX-ST, the Directors of the Company be and are hereby authorised to allot and issue shares and convertible securities in the Company (whether by way of rights, bonus or otherwise) at any time and upon such terms and conditions and for such purposes and to such person as the Directors may in their absolute discretion, deem fit and (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any instrument made or granted by the Directors while this Resolution was in force, provided that the aggregate number of shares and convertible securities to be issued pursuant to this Resolution does not exceed fifty per cent (50%) of the total number of issued shares excluding Treasury Shares, in the capital of the Company at the time of the passing of this Resolution, of which the aggregate number of shares and convertible securities to be issued other than on a pro-rata basis to existing shareholders shall not exceed twenty per cent (20%) of the total number of issued shares excluding Treasury Shares, in the capital of the Company at the time of the passing of this Resolution and that such authority shall continue in force until the date that the next Annual General Meeting of the Company is held or is required by law to be held, whichever is the earlier, unless revoked or varied at a general meeting of the Company.  
(See Explanatory Note 2) (Resolution 6)
- Approval for Renewal of Share Purchase Mandate  
THAT pursuant to Sections 76C and 76E of the Companies Act, Cap. 50 and the Constitution of the Company, the Directors of the Company be and are hereby authorised to make purchases of shares from time to time (whether by way of market purchases or off-market purchases on an equal access scheme) of up to ten per cent (10%) of the number of issued ordinary shares in the capital of the Company (ascertained as at the date of the passing of this resolution, but excluding any shares held as Treasury Shares) at the price of up to but not exceeding the Maximum Price (as defined in the Appendices attached) in accordance with the Guidelines on Shares Purchases set out in the Appendices and this mandate shall, unless revoked or varied by the Company in general meeting, continue in force until the date that the next Annual General Meeting of the Company is held or is required by law to be held, whichever is the earlier.  
(See Explanatory Note 3) (Resolution 7)

By order of the Board

LIM WEE TZIANG

Company Secretary

13 April 2016

### Explanatory Notes:

- Mr. Gui Kim Young @ Gui Kim Gan who is over the age of 70 was re-appointed as Director to hold office from the date of the last Annual General Meeting held on 30 April 2015 until this Annual General Meeting pursuant to the previous Section 153(6) of the Companies Act, Cap. 50 (which was repealed by the Companies Act on 3 January 2016). As his appointment lapses at this Annual General Meeting, Mr. Gui Kim Young @ Gui Kim Gan will seek to be re-appointed to continue in office. Upon his re-appointment, Mr. Gui Kim Young @ Gui Kim Gan will no longer be subject to annual shareholders' approval at future Annual General Meetings. He will then be subject to retirement by rotation under the Company's Constitution.  
Mr. Gui Kim Young @ Gui Kim Gan will, upon being re-appointed, continue to serve as Chairman of the Audit Committee and Remuneration Committee and a member of the Nominating Committee and will be considered independent for the purpose of Rule 704(B) of the Listing Manual of the SGX-ST.
- The ordinary resolution no. 6 proposed in item 7 above, if passed, will empower the Directors of the Company from the date of the above Meeting until the next Annual General Meeting to issue shares in the Company up to an amount not exceeding in total fifty per cent (50%) of the total number of issued shares excluding Treasury Shares in the capital of the Company for such purposes as they consider would be in the interests of the Company. This authority will, unless previously revoked or varied at a general meeting, expire at the date the next Annual General Meeting of the Company is held or is required by law to be held, whichever is earlier.  
The percentage of the issued share capital is based on the number of issued shares excluding Treasury Shares in the capital of the Company at the time of the passing of the ordinary resolution no. 6 above after adjusting for (a) new shares arising from the conversion or exercise of convertible securities (b) new shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time of the passing of this Resolution and (c) any subsequent bonus issue, consolidation or subdivision of shares.
- The ordinary resolution no. 7 proposed in item 8 above, if passed, will empower the Directors from the date of the above Meeting until the date the next Annual General Meeting is held or is required by law to be held, whichever is the earlier, to purchase ordinary shares of the Company by way of market purchases or off-market purchases on an equal access scheme of up to ten per cent (10%) of the total number of issued ordinary shares in the capital of the Company (ascertained as at the date of the passing of the ordinary resolution no. 7 above, but excluding any shares held as Treasury Shares) at the Maximum Price as defined in the Appendices attached. Details on the Shares Purchase Mandate, including the sources of funds to be used for the purchase or acquisition, the amount of financing (if any) and the illustrative financial impact on the Company's financial position, are set out in the Appendices attached.

### Notes:

- A member of the Company (except the relevant intermediary mentioned under Note 2 below) entitled to vote at the above Meeting is entitled to appoint one or two proxies to attend in his stead. Such proxy need not be a member of the Company and, where there are two proxies, the number of shares to be represented by each proxy must be stated.
- A member of the Company who is a relevant intermediary (as defined in Section 181(1C) of the Companies Act, Cap. 50) and who is entitled to attend and vote at the above Meeting may appoint more than two proxies to attend and vote on its behalf, but each proxy must be appointed to exercise the rights attached to the respective share or on shares held by the member (which number and class of shares shall be specified). In such an event, the relevant intermediary shall submit a list of its proxies together with the information required in this proxy form to the Company.
- The instrument or form appointing a proxy must be signed by the appointor or his attorney duly authorised in writing or, if the appointor is a body corporate, signed by an attorney duly authorised, or by a duly authorised officer on behalf of the corporation, or the common seal must be affixed thereto.
- The instrument or form appointing a proxy, duly executed, must be deposited at the Company's registered office not less than 48 hours before the time for holding the above Meeting.

### Books Closure and Dividend Payment Dates

The Company wishes to inform that the Share Transfer Books and Register of Members of the Company will be closed at 5.00 p.m. on 10 May 2016 and be re-opened on 11 May 2016 for the purpose of determining Shareholders' entitlements to the proposed first and final dividend for the year ended 31 December 2015. The proposed first and final dividend, if approved by Shareholders at the forthcoming Annual General Meeting, will be paid on 25 May 2016.

Registrable transfers received by the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, Singapore Land Tower, #32-01, Singapore 048623 up to 5.00 p.m. on 10 May 2016 will be registered before entitlements to the proposed first and final dividend are determined.