

CIRCULAR DATED 8 OCTOBER 2015

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. PLEASE READ IT CAREFULLY.

This Circular is issued by Eastgate Technology Ltd (the “Company”). If you are in any doubt as to the contents herein or as to the action you should take, you should consult your legal, financial, tax or other professional adviser immediately.

If you have sold or transferred all your shares in the capital of the Company held through The Central Depository (Pte) Limited (“CDP”), you need not forward this Circular to the purchaser or transferee as arrangements will be made by CDP for a separate Circular to be sent to the purchaser or transferee. If you have sold or transferred all your shares represented by physical share certificate(s), you should at once hand this Circular to the purchaser or transferee or to the bank, stockbroker or agent through whom you effected the sale or transfer, for onward transmission to the purchaser or transferee.

The Singapore Exchange Securities Trading Limited (“SGX-ST”) assumes no responsibility for the correctness of any statements made, opinions expressed or reports contained in this Circular.



EastGate

EASTGATE TECHNOLOGY LTD

(Company Registration No. 198905519R)

(Incorporated in the Republic of Singapore on 16 December 1989)

**CIRCULAR TO SHAREHOLDERS
IN RELATION TO**

- 1. THE PROPOSED CONSOLIDATION OF EVERY FORTY (40) EXISTING SHARES INTO ONE (1) CONSOLIDATED SHARE IN THE CAPITAL OF THE COMPANY, FRACTIONAL ENTITLEMENTS TO BE DISREGARDED; AND**
- 2. THE PROPOSED CHANGE OF NAME OF THE COMPANY TO “SHINVEST HOLDING LTD.”.**

IMPORTANT DATES AND TIMES:

Last date and time for lodgement of Proxy Form : 28 October 2015 at 10.00 a.m.

Date and time of Extraordinary General Meeting : 30 October 2015 at 10.00 a.m.

Place of Extraordinary General Meeting : RELC International Hotel
Room 603, Level 6, 30 Orange Grove Road
(Off Orchard Road), Singapore 258352.

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DEFINITIONS

In this Circular, unless the context otherwise requires, the following words and expressions shall have the following meanings:

“Act” or “Companies Act”	The Companies Act, Chapter 50 of Singapore, as amended, modified or re-enacted from time to time
“Board” or “Directors”	The directors of the Company as at the date of this Circular
“Books Closure Date”	The time and date to be determined by the Directors, at and on which the Register of Members and the Share Transfer Books of the Company will be closed to determine the entitlements of Shareholders to the Consolidated Shares pursuant to the Proposed Share Consolidation
“CDP”	The Central Depository (Pte) Limited
“Circular”	This circular to Shareholders dated 8 October 2015
“Company”	Eastgate Technology Ltd
“Consolidated Shares”	Ordinary shares in the capital of the Company after completion of the Proposed Share Consolidation
“Effective Trading Date”	The date on which the Shares will trade on SGX-ST in board lots of 100 Consolidated Shares
“EGM”	The Extraordinary General Meeting of the Company to be held on 30 October 2015, notice of which is set out on pages 13 to 14 of this Circular
“EPS”	Earnings per Share
“Existing Shares”	Ordinary shares in the capital of the Company prior to the Proposed Share Consolidation
“Group”	The Company and its subsidiaries
“Latest Practicable Date”	2 October 2015, being the latest practicable date prior to the printing of this Circular
“Listing Manual”	The listing manual of the SGX-ST, as amended from time to time
“Market Day”	A day on which the SGX-ST is open for trading in securities
“MTP Requirement”	The listing requirement that the six (6)-month volume weighted average share price of the issuers listed on the Mainboard of the SGX-ST has to be maintained at a minimum trading price of S\$0.20
“NTA”	Net tangible assets
“Proposed Change of Name”	The proposed change of name of the Company from “Eastgate Technology Ltd” to “Shinvest Holding Ltd.”

DEFINITIONS

“Proposed Share Consolidation”	The proposed consolidation of every forty (40) Existing Shares as at the Books Closure Date into one (1) Consolidated Share, fractional entitlements to be disregarded
“Securities Account”	The securities account maintained by a depositor with CDP but not including a securities sub-account maintained with a Depository Agent
“SGX-ST”	Singapore Exchange Securities Trading Limited
“Share Registrar”	Boardroom Corporate & Advisory Services Pte. Ltd.
“Shareholders”	Registered holders of Shares in the Register of Members of the Company, except that where the registered holder is CDP, the term “ Shareholders ” shall, where the context admits, mean the persons named as depositors in the Depository Register maintained by CDP and into whose Securities Accounts those Shares are credited
“Shares”	Existing Shares or Consolidated Shares, as the case may be
“Subsidiaries”	Companies which are for the time being subsidiaries of the Company as defined by Section 5 of the Companies Act
“Substantial Shareholder”	A person who has an interest (directly or indirectly) in not less than five per cent. (5%) of all the voting shares in the Company
“S\$” and “cents”	Singapore dollars and cents, respectively
“%” or “per cent”	Per centum or percentage

The terms “**Depositor**”, “**Depository Agent**” and “**Depository Register**” shall have the same meanings ascribed to them in Section 130A of the Companies Act.

Words importing the singular shall, where applicable, include the plural and *vice versa*, and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and *vice versa*. References to persons shall include corporations.

Any reference in this Circular to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any word defined under the Companies Act or the Listing Manual (or any modification thereof) and not otherwise defined in this Circular shall have the same meaning assigned to it in the Companies Act or the Listing Manual, as the case may be.

Any reference to a time of day in this Circular shall be a reference to Singapore time unless otherwise stated.

Any discrepancies between the listed amounts and the totals in the tables in this Circular are due to rounding.

LETTER TO SHAREHOLDERS

EASTGATE TECHNOLOGY LTD

(Company Registration No. 198905519R)
(Incorporated in the Republic of Singapore on 16 December 1989)

Company Directors:

Mr Teo Cher Cheong (*Executive Chairman*)
Mr Teo Teck Leong (*Managing Director*)
Mr Teo Eng Thian (*Executive Director*)
Dr Chau Sik Ting (*Independent Director*)
Mr Lee Dah Khang (*Independent Director*)
Mr Loh Suan Len (*Independent Director*)

Registered Office:

No. 3 Kian Teck Crescent
Singapore 628881
Tel: 6265 1555
Fax: 6265 2115

8 October 2015

To: *The Shareholders of Eastgate Technology Ltd*

Dear Sir/Madam,

THE PROPOSED SHARE CONSOLIDATION AND PROPOSED CHANGE OF NAME

1. INTRODUCTION

The Directors are convening the EGM to seek the approval of Shareholders for the Proposed Share Consolidation and Proposed Change of Name.

The purpose of this Circular is to provide Shareholders with the relevant information relating to the Proposed Share Consolidation and Proposed Change of Name.

The SGX-ST assumes no responsibility for the accuracy of any statements, reports contained or opinions expressed in this Circular.

This Circular has been prepared solely for the purposes set out herein and may not be relied upon by any persons (other than the Shareholders to whom this Circular is dispatched by the Company) or for any other purpose.

2. THE PROPOSED SHARE CONSOLIDATION

2.1 Overview

The Company announced on 21 September 2015 that it is proposing to undertake a share consolidation of every forty (40) Existing Shares into one (1) Consolidated Share in the capital of the Company as at the Books Closure Date, fractional entitlements to be disregarded.

Each Consolidated Share will rank *pari passu* in all respects with each other. The Consolidated Shares will be traded in board lots of 100 Consolidated Shares.

As at the Latest Practicable Date, the Company has an issued and paid-up share capital of S\$26,700,193.69 comprising 1,196,348,241 Existing Shares. Following the implementation of the Proposed Share Consolidation, the Company will have an issued and paid-up share capital of S\$26,700,193.69 comprising up to 29,908,706 Consolidated Shares, after disregarding fractional interests in the Consolidated Shares arising from the Proposed Share Consolidation.

LETTER TO SHAREHOLDERS

Shareholders should note that the number of Consolidated Shares which they will be entitled to, based on their holdings of the Existing Shares as at the Books Closure Date, will be rounded down to the nearest whole Consolidated Share and any fractions of Consolidated Shares arising from the Proposed Share Consolidation shall be disregarded. All fractions of a Consolidated Share arising from the implementation of the Proposed Share Consolidation will be aggregated and dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company. Affected Shareholders will not be paid for any fractions of a Consolidated Share which are disregarded.

Shareholders holding less than 40 Existing Shares as at the Books Closure Date will not be entitled to participate in the Proposed Share Consolidation and will not be entitled to any Consolidated Shares. Such Shareholders will no longer be Shareholders upon completion of the Proposed Share Consolidation. No allotment of the Consolidated Shares will be made to such Shareholders. Such Shareholders who wish to remain as Shareholders upon completion of the Proposed Share Consolidation are advised to purchase additional Existing Shares so as to increase the number of Existing Shares held to a multiple of 40 Existing Shares prior to the Books Closure Date.

For the avoidance of doubt, the Proposed Share Consolidation **will not**:

- Have an impact on the issued and paid-up share capital of the Company.
- Diminish any liability in respect of unpaid capital or the payment to any Shareholder of any paid-up capital of the Company.
- Result in any return of capital to Shareholders.
- Have an effect on the shareholders' equity of the Company and its subsidiaries.
- Require any payment from Shareholders.
- Dilute the holdings of Shareholders, other than minor changes due to rounding.

2.2 Rationale

(a) Compliance with MTP Requirement

The SGX-ST introduced the MTP Requirement for Mainboard-listed issuers on 2 March 2015 as a continuing listing requirement to address risks associated with low-priced securities and to improve overall market quality, as well as to curb excessive speculation and market manipulation. Issuers will be first assessed on 1 March 2016 for compliance with the MTP Requirement. Issuers that fail to fulfil the MTP Requirement at the first review date on 1 March 2016 or any of the subsequent quarterly reviews will be placed on the Watch-list. The assessment of whether an issuer has met the MTP Requirement will be based on the issuer's volume weighted average price of its shares for the six (6) months preceding the date of review. Issuers placed on the Watch-list on or after 1 March 2016 will have a 36-month period to exit from the Watch-list. Issuers who fail to exit from the Watch-list will be subject to delisting in accordance with the listing rules.

For the past six (6) calendar months prior to the Latest Practicable Date, the six (6)-month volume weighted average price of the Existing Shares was S\$0.0224. As such, the Company is seeking to undertake the Proposed Share Consolidation with the purpose of raising the minimum theoretical share price so as to ensure continued compliance with the MTP Requirement.

LETTER TO SHAREHOLDERS

The highest and lowest closing market prices and the transacted volume of the Existing Shares traded on the SGX-ST for each of the past six (6) calendar months from April 2015 to September 2015 are as follows:

Month/Year	Highest Price	Lowest Price	Volume of traded Shares
	S\$	S\$	
April 2015	0.031	0.020	1,291,900
May 2015	0.023	0.019	335,500
June 2015	0.026	0.018	1,253,500
July 2015	0.029	0.015	1,004,100
August 2015	0.021	0.011	655,000
September 2015	0.020	0.011	3,800

Source: <http://www.sgx.com/>

The Proposed Share Consolidation will theoretically raise the Company's 6-month volume weighted average price for the past six (6) calendar months prior to the Latest Practicable Date from S\$0.0224 to S\$0.896.

The Directors believes that the Proposed Share Consolidation will generally be beneficial to the Company and its Shareholders for the following reasons:

(b) Reduction of magnitude of volatility of the Share price

As share trading may involve certain minimum fixed expenses (such as minimum brokerage fees), low traded share prices translate to higher transaction costs, relative to the trading price, for each trading of one board lot of Shares. In addition, the low traded Share price may encourage speculation in the Shares, which may result in excessive Share price volatility. The Proposed Share Consolidation may serve to reduce the fluctuation in magnitude of the Company's market capitalisation and reduce the percentage transaction cost for trading in each board lot of Shares.

(c) Increase in the market interest and attractiveness of the Company

The Proposed Share Consolidation will rationalise the share capital of the Company by reducing the number of issued Shares. Following the Proposed Share Consolidation, the theoretical trading price of each Consolidated Share would be higher than the trading price of each existing Share, taking into account the decrease in the number of Shares in issue following the Proposed Share Consolidation. With the reduction in the number of Shares in issue and the resulting increase in the theoretical trading price of each Consolidated Share, the Proposed Share Consolidation may increase the profile of the Company amongst the institutional investors and the coverage of the Company amongst research houses and fund managers which may, in turn, increase market interest and activity in the Shares, and generally make the Shares more attractive to investors.

However, Shareholders should note that there is no assurance that the Proposed Share Consolidation will achieve the desired results, nor is there assurance that such results (if achieved) can be sustained in the longer term.

LETTER TO SHAREHOLDERS

2.3 Conditions

The Proposed Share Consolidation is subject to:

- (a) the approval of the SGX-ST for the dealing in, listing of and quotation for the Consolidated Shares on the SGX-ST; and
- (b) the approval of Shareholders by ordinary resolution of the Proposed Share Consolidation at the EGM.

On 2 October 2015, the Company announced that it had obtained in-principle approval from the SGX-ST for the listing of, dealing in, and quotation for the Consolidated Shares arising from the Proposed Share Consolidation, subject to, *inter alia*, Shareholders' approval at the EGM. Shareholders should note that the in-principle approval of the SGX-ST is not to be taken as an indication of the merits of the Proposed Share Consolidation, the Consolidated Shares, the Company and/or its Subsidiaries.

An announcement will be made by the Company to notify Shareholders in due course of the the date on which the Proposed Share Consolidation will become effective, the Effective Trading Date and the Books Closure Date.

2.4 Updating of Register of Members and Depository Register

If Shareholders at the EGM approve the Proposed Share Consolidation, Shareholders' entitlements to the Consolidated Shares will be determined on the Books Closure Date, and the Register of Members and the Depository Register will then be updated to reflect the number of Consolidated Shares held by Shareholders. The Consolidated Shares will begin trading in board lots of 100 Consolidated Shares on the Effective Trading Date.

2.5 Trading Arrangements for the Consolidated Shares and Odd Lots

(a) Trading Arrangements for the Consolidated Shares

Subject to the approval for the Proposed Share Consolidation by Shareholders at the EGM, with effect from 9.00 a.m. on the Effective Trading Date, trading in the Consolidated Shares will be in board lots of 100 Consolidated Shares. Accordingly, forty (40) Existing Shares as at 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date will represent one (1) Consolidated Share with effect from 9.00 a.m. on the Effective Trading Date. Trading in the Existing Shares will cease after 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date.

(b) Trading Arrangements for Odd Lots

All fractional entitlements arising upon the implementation of the Proposed Share Consolidation will be disregarded.

The Existing Shares are currently traded in board lots of 100 Existing Shares. Following the implementation of the Proposed Share Consolidation, the Securities Accounts of depositors maintained with CDP may be credited with odd lots of Consolidated Shares (that is, lots other than board lots of 100 Consolidated Shares). Shareholders who receive odd lots of Consolidated Shares pursuant to the Proposed Share Consolidation and who wish to trade in such odd lots on the SGX-ST can trade with a minimum size of one (1) Consolidated Share on the SGX-ST's unit share market. The unit share market will enable trading in odd lots in any quantity less than one (1) board lot of the underlying shares. The market for trading of such odd lots of Consolidated Shares may be illiquid.

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3. THE PROPOSED CHANGE OF NAME OF THE COMPANY

3.1 Rationale

The Company is proposing to change its name from “Eastgate Technology Ltd” to “Shinvest Holding Ltd.”.

While the Group continues to maintain its businesses in investment holding; importers, exporters, manufacturers and marketers of fasteners and precision components as well as rental of the premises to external parties, it intends to seek new growth opportunities so as to further expand the potential growth of the Group.

The Directors believe that the proposed new name of the Company will better reflect the Group’s vision for broader strategic focus. Accordingly, the Directors recommend that the Company’s name be changed to “Shinvest Holding Ltd.”.

3.2 Approvals

The Accounting and Corporate Regulatory Authority has given its approval for the Proposed Change of Name. The name “Shinvest Holding Ltd.” has been reserved by the Company for 60 days from 10 September 2015 to 8 November 2015.

The Proposed Change of Name of the Company will be tabled as a Special Resolution at the EGM. Upon receipt of Shareholders’ approval for the Proposed Change of Name, the Company shall adopt “Shinvest Holding Ltd.” as its new name with effect from the issue of the relevant Certificate of Incorporation on Change of Name of Company and the name “Shinvest Holding Ltd.” shall be substituted for “Eastgate Technology Ltd”, wherever the latter name appears in the Company’s Memorandum and Articles of Association.

The Company will make an announcement on the day when the Proposed Change of Name takes effect.

3.3 No Change to Existing Share Certificates

The Proposed Change of Name will not affect any of the Shareholders’ rights or the Company’s operations and financial position. Shareholders should note that, notwithstanding the Proposed Change of Name, Existing shares will continue to be traded on the SGX-ST. The Company will not recall existing share certificates from Shareholders for replacement with new certificates on account of the Proposed Change of Name and the existing share certificates bearing the current name of the Company will continue to be *prima facie* evidence of legal title. No further action is required on the part of Shareholders in respect of their existing share certificates. The Company will be issuing the new share certificates under the new name of the Company after the Proposed Change of Name has become effective.

4. FINANCIAL EFFECTS OF THE PROPOSED SHARE CONSOLIDATION

For illustrative purposes only and based on the latest audited consolidated financial statements of the Group for the financial year ended 31 August 2014, the financial effects of the Proposed Share Consolidation on the Company and the Group are set out below. The financial effects of the Proposed Share Consolidation have been prepared based on the following assumptions:

- (a) the computation does not take into account any expenses that may be incurred in relation to the Proposed Share Consolidation;
- (b) for the purposes of illustrating the financial effects of the Proposed Share Consolidation on share capital, gearing and NTA per Share, it is assumed that the Proposed Share Consolidation had been completed on 31 August 2014;

LETTER TO SHAREHOLDERS

- (c) for the purposes of illustrating the financial effects of the Proposed Share Consolidation on the EPS of the Group, it is assumed that the Proposed Share Consolidation had been completed on 1 September 2013;
- (d) the NTA per Share and the EPS of the Group are computed based on the 1,196,348,241 Shares in issue as at 31 August 2014;
- (e) the financial effects of the Proposed Share Consolidation are purely for illustrative purposes only and are neither indicative of the actual financial effects of the Proposed Share Consolidation on share capital, NTA per Share, EPS and gearing, nor do they represent the future financial performance and/or position of the Company and the Group immediately after the completion of the Proposed Share Consolidation; and
- (f) any fractional interests in the Consolidated Shares arising from the Proposed Share Consolidation are disregarded.

4.1 Share Capital

	Before the Proposed Share Consolidation	After the Proposed Share Consolidation
Issued and paid-up share capital (S\$)	26,700,193.69	26,700,193.69
Number of Shares	1,196,348,241	29,908,706

4.2 EPS

	Before the Proposed Share Consolidation	After the Proposed Share Consolidation
Profit attributable to owners of the Company (S\$)	428,694	428,694
Total Number of Shares in issue	1,196,348,241	29,908,706
EPS Per Share (cents)	0.0358	1.4333

4.3 Consolidated NTA Attributable to the Owners of the Company

	Before the Proposed Share Consolidation	After the Proposed Share Consolidation
NTA (S\$)	24,682,444	24,682,444
Total Number of Shares in issue	1,196,348,241	29,908,706
NTA per Share (S\$)	0.0206	0.8253

4.4 Gearing

The Proposed Share Consolidation will not have any effect on the gearing of the Company and of the Group.

LETTER TO SHAREHOLDERS

5. DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS' INTERESTS

5.1 Interests of Directors and Substantial Shareholders

As at the Latest Practicable Date, the interests of the Directors and Substantial Shareholders in the issued share capital of the Company, as recorded in the Register of Directors' Interests and Register of Substantial Shareholders' Interests, respectively, are as follows:

	Direct Interest		Deemed Interest	
Directors	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽¹⁾
Teo Cher Cheong	-		34,808,531 ⁽²⁾	2.910
Dr Chau Sik Ting	-		1,000,000 ⁽³⁾	0.084
Lee Dah Khang	-		-	
Loh Suan Len	21,055,000	1.760	8,096,000 ⁽⁴⁾	0.677
Teo Eng Thian	59,100,000	4.940	-	
Teo Teck Leong	800	0.000	98,336,000 ⁽⁵⁾	8.220
Substantial Shareholders				
Low Chin Kwee	94,800,000	7.924	-	
Ong Tze King	-		107,830,320 ⁽⁶⁾	9.013
SHK Investment Pte. Ltd.	94,951,000	7.937	-	
Teo Eng Hwee	77,000,000	6.436	-	
Teo Eng Shing	77,000,000	6.436	-	

Notes:

(1) Based on the Company's issued share capital of 1,196,348,241 Shares as at the Latest Practicable Date.

(2) 34,808,531 held by spouse, Lim Tai Woon

(3) 1,000,000 held in the name of Maybank Nominees (S) Pte Ltd for Dr Chau Sik Ting

(4) 8,096,000 held by spouse, Oon Cheng Wah

(5) 2,905,000 held in the name of Maybank Kim Eng Secs Pte Ltd for Teo Teck Leong

480,000 held by spouse, Toh Ah Hoi

94,951,000 held in the name of SHK Investment Pte. Ltd.*

98,336,000

* Deemed to be interested in the shares held by SHK Investment Pte. Ltd. by virtue of Section 7 of the Companies Act, Cap.50.

(6) 59,830,320 held in the name of DBS Nominees Pte Ltd for Ong Tze King

48,000,000 held in the name of DBS Nominees Pte Ltd for Giam Ah Kiow, spouse of Ong Tze King

107,830,320

5.2 Interests in the Proposed Share Consolidation

None of the Directors has any interest, direct or indirect, in the Proposed Share Consolidation (other than through their respective shareholdings in the Company).

There are no controlling Shareholders in the Company.

LETTER TO SHAREHOLDERS

6. DIRECTORS' RECOMMENDATION

Having considered the rationale for and the terms of the Proposed Share Consolidation and the Proposed Change of Name, the Directors are of the opinion that the Proposed Share Consolidation and the Proposed Change of Name would be beneficial to, and are in the best interests of the Company. Accordingly, the Directors recommend that Shareholders **vote in favour** of the Ordinary Resolution relating to the Proposed Share Consolidation and in favour of the Special Resolution relating to the Proposed Change of Name as set out in the Notice of EGM.

7. EXTRAORDINARY GENERAL MEETING

The EGM, notice of which are set out on pages 13 to 14 of this Circular, will be held at Room 603, Level 6, RELC International Hotel, 30 Orange Grove Road, Singapore 258352 on 30 October 2015 at 10.00 a.m., for the purpose of considering and, if thought fit, passing with or without any modifications, the Ordinary Resolution relating to the Proposed Share Consolidation and the Special Resolution relating to the Proposed Change of Name set out in the Notice of EGM.

8. ACTION TO BE TAKEN BY SHAREHOLDERS

If a Shareholder is unable to attend the EGM and wishes to appoint a proxy or proxies to attend and vote at the EGM on his behalf, he should complete, sign and return the attached Proxy Form in accordance with the instructions printed thereon as soon as possible and, in any event, so as to arrive at the Company's registered office at No. 3 Kian Teck Crescent, Singapore 628881, not less than 48 hours before the time fixed for the EGM. The completion and return of the Proxy Form by a Shareholder does not preclude him from attending and voting in person at the EGM if he subsequently wishes to do so. A Depositor shall not be regarded as a Shareholder entitled to attend, speak and vote at the EGM unless his name appears in the Depository Register 48 hours before the time fixed for the EGM.

Persons who have an interest in the approval of one or more of the resolutions must decline to accept appointment as proxies unless the Shareholder concerned has specific instructions in his Proxy Form, as to the manner in which his votes are to be cast in respect of such resolutions.

9. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Circular and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this Circular constitutes full and true disclosure of all material facts about the Proposed Share Consolidation and the Proposed Change of Name, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Circular misleading. Where information in this Circular has been extracted or reproduced from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Circular in its proper form and context.

Yours faithfully
For and on behalf of the Directors of
EASTGATE TECHNOLOGY LTD
Teo Teck Leong
Managing Director
8 October 2015

NOTICE OF EXTRAORDINARY GENERAL MEETING

EASTGATE TECHNOLOGY LTD

(Company Registration No. 198905519R)
(Incorporated in the Republic of Singapore on 16 December 1989)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting of Eastgate Technology Ltd (the "**Company**") will be held at RELC International Hotel, Room 603, Level 6, 30 Orange Grove Road (off Orchard Road), Singapore 258352 on 30 October 2015 at 10.00 a.m. for the purpose of considering and, if thought fit, passing with or without modifications the following ordinary resolution and special resolution.

Terms and expressions used herein shall, unless the context otherwise requires, have the same meanings ascribed to them in the Company's Circular dated 8 October 2015.

RESOLUTION 1 - ORDINARY RESOLUTION – PROPOSED SHARE CONSOLIDATION

That:

- (a) approval be and is hereby given for:
 - (i) the consolidation of every forty (40) Existing Shares into one (1) Consolidated Share in the capital of the Company as at the Books Closure Date in the manner set out in this Circular dated 8 October 2015;
 - (ii) any fraction of a Consolidated Share which may arise from the Proposed Share Consolidation pursuant to paragraph (a)(i) above shall be disregarded; and all fractions of the Consolidated Shares to which holders of the Existing Shares would otherwise be entitled to shall be dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company, including, without limitation, aggregating and selling the same and retaining the net proceeds for the benefit of the Company; and
 - (iii) the Directors of the Company be authorised to fix the Books Closure Date in their absolute discretion as they deem fit; and
- (b) the Directors of the Company or each of them be and is hereby authorised to do such acts and things (including, without limitation, enter into all transactions, arrangements and agreements and executing such documents) as they and/or he may consider necessary or expedient to give effect to the Proposed Share Consolidation and this resolution.

RESOLUTION 2 – SPECIAL RESOLUTION - THE PROPOSED CHANGE OF NAME

That the name of the Company be changed to "Shinvest Holding Ltd." and the name "Shinvest Holding Ltd." be substituted for "Eastgate Technology Ltd" wherever the latter name appears in the Memorandum and Articles of Association of the Company.

By Order of the Board

Wong Siew Chuan
Company Secretary
Singapore
8 October 2015

Notes:

1. A Depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 48 hours before the time fixed for the EGM in order to be entitled to attend, speak and vote at the EGM.
2. A member entitled to attend and vote at the EGM is entitled to appoint not more than two proxies to attend and vote in his stead and any such proxy need not be a member of the Company.
3. If a proxy is appointed, the Proxy Form must be deposited at the Company's registered office at No 3 Kian Teck Crescent Singapore 628881, at least 48 hours before the time fixed for the EGM.
4. The instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its seal or under the hand of any officer or attorney duly authorised.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Extraordinary General Meeting 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 Extraordinary General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Extraordinary General Meeting (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.

PROXY FORM

EASTGATE TECHNOLOGY LTD

(Company Registration No. 198905519R)
(Incorporated in the Republic of Singapore 16 December 1989)

IMPORTANT:

1. For investors who have used their CPF monies to buy Eastgate Technology Ltd's shares, this Circular is sent to them at the request of their CPF Approved Nominees and is strictly **FOR INFORMATION ONLY**.
2. This Proxy Form is not valid for use by CPF investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
3. CPF investors who wish to attend the Meeting as an observer must submit their requests through their CPF Approved Nominees within the time frame specified. If they also wish to vote, they must submit their voting instructions to the CPF Approved Nominees within the time frame specified to enable them to vote on their behalf.

PROXY FORM

(Please see notes overleaf before completing this Form)

EXTRAORDINARY GENERAL MEETING

I/We, _____ (Name)

of _____ (Address)

being a member/members of Eastgate Technology Ltd (the "Company"), hereby appoint:

Name	Address	NRIC/ Passport No.	Proportion of Shareholding	
			No. of Shares	%

*and/or (delete as appropriate)

Name	Address	NRIC/ Passport No.	Proportion of Shareholding	
			No. of Shares	%

or failing the person, or either or both of the persons, referred to above, Chairman as my/our proxy/proxies to vote for me/us on my/our behalf at the Extraordinary General Meeting ("EGM") of the Company to be held at RELC International Hotel, Room 603, Level 6, 30 Orange Grove Road (off Orchard Road), Singapore 258352 on 30 October 2015 at 10.00 a.m. and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for or against the Ordinary Resolutions proposed at the EGM as indicated hereunder. 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 proxy/proxies will vote or abstain from voting at his/her discretion.

(Please indicate your vote "For" or "Against" with an "X" within the box provided. Alternatively, please indicate the number of votes as appropriate.)

No.	RESOLUTION RELATING TO:	Number of Votes For	Number of Votes Against
1	To approve the Proposed Share Consolidation		
2	To approve the Proposed Change of Name		

Dated this _____ day of _____ 2015

Total number of shares in:	No. of Shares
(a) CDP Register	
(b) Register of Members	

*Delete as appropriate

Signature of Shareholder(s) or
Common Seal of Corporate Shareholder

Notes:-

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