
NOTICE OF EXTRAORDINARY GENERAL MEETING

Koda Ltd

(Incorporated in the Republic of Singapore)
(Company Registration Number 198001299R)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting (“EGM”) of Koda Ltd (the “Company”) will be convened and held at 18 Tagore Lane Singapore 787477 on **Tuesday, 26 May 2026 at 9.00 a.m. (Singapore Time)** for the following purposes:

All capitalised terms used in this Notice of EGM shall, unless otherwise defined herein, have their respective meanings ascribed to them in the Company’s circular dated 11 May 2026 (the “Circular”) issued to the shareholders of the Company in relation to the Proposed Change of Auditor.

ORDINARY RESOLUTION – THE PROPOSED CHANGE OF AUDITOR

THAT:

- (a) the appointment of Forvis Mazars LLP (“**Forvis Mazars**”) as Auditors of the Company with effect from the passing of this Ordinary Resolution until the conclusion of the next Annual General Meeting, in place of Deloitte & Touche LLP, at such remuneration and on such terms to be agreed between the Directors and Forvis Mazars be and is hereby approved; and
- (b) the Directors and/or any one of them be and are hereby authorised and empowered to approve and complete and do all such acts and things (including to approve, modify, ratify, sign, seal, execute and deliver all such documents as may be required) as they or he may consider expedient, desirable, necessary or in the interests of the Company to give effect to this Ordinary Resolution.

By Order of the Board

Gn Jong Yuh Gwendolyn
Company Secretary
Singapore, 11 May 2026

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Important Notes to Shareholders on arrangements for the Extraordinary General Meeting:

1. The Extraordinary General Meeting (“EGM”) will be held physically at 18 Tagore Lane Singapore 787477 on **Tuesday, 26 May 2026 at 9.00 a.m. (Singapore Time)**. **There will be no option for Shareholders to participate virtually.**
2. No printed copies of the circular dated 11 May 2026 in relation to the Proposed Change of Auditor (“Circular”) will be sent to Shareholders. Shareholders may request printed copies of the Circular by completing and returning the request form (sent to them by post together with printed copies of this Notice of EGM and the accompanying Proxy Form) no later than **Monday, 18 May 2026**. Printed copies of this Notice of EGM and the Proxy Form will be sent to Shareholders. This Notice of EGM, the Proxy Form, and the Circular may be accessed at the Company’s website at the URL <http://www.kodaonline.com> by clicking on the tab titled “Investor Relation” and selecting the hyperlink titled “Announcements”. This Notice of EGM, the Proxy Form, and the Circular are also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.
3. **The Company has decided that the forthcoming EGM will be held at 18 Tagore Lane Singapore 787477. There will be no option for Shareholders to participate virtually at the EGM. Shareholders (whether individual or corporate) must vote live at the EGM by themselves or must appoint proxy(ies) (including the Chairman of the EGM) to attend, speak and vote on his/her/its behalf at the EGM in accordance with the instructions on the Proxy Form if such Shareholder wishes to exercise his/her/its voting rights at the EGM.** The Proxy Form for the EGM may be accessed at the Company’s website at the URL <http://www.kodaonline.com> by clicking on the tab titled “Investor Relation” and selecting the hyperlink titled “Announcements”, and is also available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.
4. A Shareholder:
 - (a) who is not a Relevant Intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote at the EGM on his/her/its behalf. Where such Shareholder’s form of proxy appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.
 - (b) who is a Relevant Intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the EGM on his/her/its behalf, 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 form of proxy appoints more than two (2) proxies, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

“Relevant Intermediary” shall have the same meaning ascribed to it in Section 181 of the Companies Act 1967.
5. CPF/SRS investors:
 - (a) may vote live at the EGM if they are appointed as proxies by their respective CPF agent banks or SRS operators, and should contact their respective CPF agent banks or SRS operators if they have any queries regarding their appointment as proxies; or
 - (b) may appoint the Chairman of the EGM as proxy, in which case they should approach their respective CPF agent banks or SRS operators to submit their votes by **5.00 p.m. (Singapore Time) on Thursday, 14 May 2026** (that is, at least seven (7) working days before the date of the EGM).
6. Duly appointed proxy(ies), including the Chairman of the EGM acting as proxy, need not be a Shareholder of the Company. A Shareholder may choose to appoint the Chairman of the EGM as his/her/its proxy.
7. The Proxy Form must be submitted to the Company in the following manner:
 - (a) if submitted by post, be lodged with the Company’s registered office at 18 Tagore Lane Singapore 787477; or
 - (b) if submitted by way of electronic means, be submitted via email to the Company’s Share Registrar at shareregistry@incorp.asia.

in any case, by **9.00 a.m. (Singapore Time) on Saturday, 23 May 2026** (that is, not less than 72 hours before the time fixed for holding the EGM). A Shareholder who wishes to submit the Proxy Form must first complete and sign the Proxy Form, before submitting it by post to the address provided above, or by scanning and submitting it by way of electronic means via email to the email address provided above. **Shareholders are strongly encouraged to submit the completed Proxy Forms by way of electronic means.**

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8. Shareholders may submit questions relating to the resolutions in the Notice of EGM in advance of the EGM of the Company, in the following manner:
 - (a) if submitted by post, be lodged with the Company's registered office at 18 Tagore Lane Singapore 787477; or
 - (b) if submitted by way of electronic means, be submitted via email to the Company's Share Registrar at shareregistry@incorp.asia,in either case, by **Monday, 18 May 2026**.
9. Shareholders or (where applicable) their duly appointed proxy(ies) and representatives will also be able to raise questions at the EGM of the Company itself.
10. The Company will endeavour to address all substantial and relevant questions received from Shareholders before the EGM. The Company will publish its responses to comments, queries and/or questions on the Company's website at the URL <http://www.kodaonline.com> and on SGXNET at the URL <https://www.sgx.com/securities/company-announcements> by **9.00 a.m. (Singapore Time) on Thursday, 21 May 2026** (that is, at least 48 hours prior to the closing date and time for the lodgement of the Proxy Forms).
11. The Company will publish the minutes of the EGM on the Company's website at the URL <http://www.kodaonline.com> and on SGXNET at the URL <https://www.sgx.com/securities/company-announcements> within one (1) month after the EGM.

Personal data privacy:

By submitting the Proxy Form appointing a proxy(ies) (including the Chairman of the EGM) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a Shareholder of the Company (a) consents to the collection, use and disclosure of the Shareholder's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) 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 or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (b) warrants that where the Shareholder discloses the personal data of the Shareholder's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the Shareholder 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 or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (c) agrees to indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Shareholder's breach of warranty. In addition, by attending the EGM and/or any adjournment thereof, a Shareholder consents to the collection, use and disclosure of the Shareholder's personal data by the Company (or its agents or service providers) for any of the Purposes.