
NOTICE OF EXTRAORDINARY GENERAL MEETING

K1 VENTURES LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No. 197000535W)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of k1 Ventures Limited (the “**Company**”) will be held at Suntec Singapore Convention and Exhibition Centre, Rooms 324 – 326, Level 3, 1 Raffles Boulevard Suntec City, Singapore 039593 on Friday, 20 October 2017 at 3.00 p.m., or as soon thereafter following the conclusion or adjournment of the Annual General Meeting to be held at 2.30 p.m. on the same day and at the same place, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

Special Resolution

Approval of the Proposed Capital Reduction

RESOLVED THAT pursuant to Article 53 of the Constitution of the Company and contingent upon the completion of the disposal of the Company’s entire interests in Guggenheim Capital, LLC and the approval of the High Court of the Republic of Singapore:

- (a) the issued share capital of the Company shall be reduced by the sum of up to S\$131,453,008.05, and such reduction be effected by returning the sum of up to S\$131,453,008.05 from the issued share capital of the Company to the shareholders of the Company (“**Shareholders**”, being registered holders of the Shares (as defined below), other than the Company, except that where the registered holder is The Central Depository (Pte) Limited, the term “**Shareholders**” shall mean Depositors (other than the Company), as defined under the Securities and Futures Act, Chapter 289 of Singapore), on the basis of up to S\$0.3035 for each issued ordinary share in the capital of the Company (each, a “**Share**”) held by a Shareholder or on his/her behalf as at a books closure date to be determined by the Directors (the “**Proposed Capital Reduction**”). The aggregate amount received by each Shareholder will be rounded down to the nearest cent; and
- (b) the Directors, the Chief Financial Officer and any of them be and are hereby authorised to do all acts and things and to execute all such documents as he or she may consider necessary or expedient to give effect to this Resolution.

BY ORDER OF THE BOARD OF
K1 VENTURES LIMITED

Winnie Mak
Company Secretary

27 September 2017

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Notes:

1. A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the Extraordinary General Meeting ("EGM"). Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.
2. A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than one proxy, 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" has the meaning ascribed to it in Section 181 of the Companies Act, Chapter 50 of Singapore.

A proxy need not be a member of the Company. The proxy form must be deposited at the registered office of the Company at 1 HarbourFront Avenue, #18-01 Keppel Bay Tower, Singapore 098632, not less than 48 hours before the time appointed for holding the EGM. A member of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf.

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 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, take-over rules, regulations and/or guidelines (collectively, the "Purposes"), and (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 or service providers), 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 or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes.