



NORDIC
Group Limited

NORDIC GROUP LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 201007399N)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“EGM”) of Nordic Group Limited (the “Company”) will be held at 8 Wilkie Road #03-01 Wilkie Edge, Singapore 228095 on 27 May 2015 at 2.00 pm, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:–

ORDINARY RESOLUTION

PROPOSED ACQUISITION OF THE ENTIRE ISSUED SHARE CAPITAL OF AUSTIN ENERGY (ASIA) PTE LTD (THE “PROPOSED ACQUISITION”)

That:

- (a) approval be and is hereby given for the purchase by Nordic Flow Control Pte. Ltd., a wholly-owned subsidiary of the Company, of the entire issued share capital of Austin Energy (Asia) Pte Ltd, at the purchase consideration of S\$26.0 million, from Tay Alice, David Tan Choon Watt and Tan Ruilin, Lyanne, on the terms and subject to the conditions of the sale and purchase agreement dated 14 April 2015 entered into between the parties; and
- (b) the Directors of the Company be and are hereby authorised to enter into all such transactions, arrangements and agreements and approve, execute and deliver all documents and do all deeds and things as may be necessary, expedient, incidental or in the interests of the Company to give effect to the approvals given in this Ordinary Resolution or the transactions contemplated by the Proposed Acquisition.

By Order of the Board

Thung Sim Yee
Company Secretary
Singapore, 12 May 2015

Notes:–

- (1) A member of the Company entitled to attend and vote at the EGM is entitled to appoint a proxy (or in the case of a corporation, appoint its authorised representative or proxy) to attend and vote in his stead. A proxy need not be a member of the Company.
- (2) The Proxy Form must be deposited at the registered office of the Company at 5 Kwong Min Road, Singapore 628708, not less than 48 hours before the time appointed for the EGM.

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”), 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), 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.