



FULL APEX
(HOLDINGS) LIMITED

FULL APEX (HOLDINGS) LIMITED

(Incorporated in Bermuda on 5 April 2002)

Registration No: 31906

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a Special General Meeting of Full Apex (Holdings) Limited (the “**Company**”) will be held at Kingfisher Room 3, Level 1, Seletar Country Club, 101 Seletar Club Road Singapore 798273, on 28 April 2016 at 9:30 a.m. for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolution:

All capitalised terms used below which are not defined herein shall have the same meaning ascribed to them in the Circular to Shareholders dated 12 April 2016, unless the context otherwise requires.

AS AN ORDINARY RESOLUTION: THE PROPOSED SHARE CONSOLIDATION

That with effect from the date to be determined by the directors of the Company (“**Directors**”), approval be and is hereby given:

- (a) for the proposed consolidation of every twenty (20) existing issued and unissued ordinary shares with a par value of HK\$0.20 each in the authorised and issued capital of the Company (“**Existing Shares**”) be consolidated into one (1) share with a par value of HK\$4.00 each in the authorised and issued capital of the Company (“**Consolidated Shares**”), resulting in an authorised capital of HK\$2,000,000,000 comprising 500,000,000 Consolidated Shares and an issued capital of HK\$176,695,550 comprising up to 44,173,887 Consolidated Shares (“**Proposed Share Consolidation**”);
- (b) following the Proposed Share Consolidation, the Directors be and are hereby authorised to do all such acts and things as they consider necessary or expedient in connection with the Proposed Share Consolidation, including but not limited to disregarding fractional entitlements, issuing new share certificates in respect of the Consolidated Shares in such manner and on such terms as the Directors may think fit; and
- (c) the Directors and each of them be and are hereby authorised and empowered to complete and do all such acts and things (including, without limitation, to execute all such documents, to approve any amendments, alterations or modifications to any documents and to sign, file and/ or submit any notices, forms and documents with or to the relevant authorities, as may be required) as they or he may consider necessary, desirable or expedient to give full effect to the matters contemplated by this ordinary resolution.

By Order of the Board

Chang Ai Ling
Company Secretary
12 April 2016

Notes:-

1. A Depositor who is an individual and who wishes to attend the Special General Meeting in person need not take any further action and can attend and vote at the Special General Meeting without the lodgement of any proxy form.
2. A Depositor who is an individual and who is unable to attend the Special General Meeting and who wishes to appoint nominee(s) to attend and vote on his/her behalf, and a Depositor which is a corporation, must complete and deposit the Depositor Proxy Form at the office of the Company’s Singapore Share Transfer Agent, B.A.C.S. Private Limited, at 8 Robinson Road #03-00 ASO Building Singapore 048544, at least forty-eight (48) hours before the time of the Special General Meeting.
3. If the Depositor is a corporation, the Depositor Proxy Form must be executed under seal or the hand of its 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 Special 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 Special General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Special 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.