
NOTICE OF EXTRAORDINARY GENERAL MEETING

MATEX INTERNATIONAL LIMITED

(Company Registration No. 198904222M)
(Incorporated in the Republic of Singapore)

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of Matex International Limited (the “**Company**”) will be held in person at Room 304, Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Singapore 039593 on Tuesday, 13 January 2026 at 10.00 a.m. for the purpose of considering and, if thought fit, passing (with or without any modifications) the following resolutions set out below.

*Unless otherwise defined, all capitalised terms used herein shall bear the same meanings as ascribed to them in the circular to shareholders of the Company dated 19 December 2025 (the “**Circular**”).*

AS SPECIAL BUSINESS

ORDINARY RESOLUTION 1: THE PROPOSED CESSATION PAYMENTS AS INTERESTED PERSON TRANSACTIONS

That:

- (a) for the purpose of Chapter 9 of the Catalist Rules, the Proposed Cessation Payments to each of Tan Pang Kee and Tan Guan Liang, as interested person transactions, be and are hereby approved;
- (b) the Directors (or any one of them) be and are hereby authorised to take such steps and do all such acts and things (including without limitation, to sign, seal, execute and deliver all such documents and deeds), with such modifications thereto (if any) as they deem fit, and to exercise such discretion in relation to the Proposed Cessation Payments as they or each of them may consider necessary, desirable or expedient, in order to give full effect to this resolution; and
- (c) to the extent that any act in connection with the matters referred to in the above paragraphs of this resolution has been performed or otherwise undertaken (whether partially or otherwise), they be and are hereby approved, ratified and confirmed.

ORDINARY RESOLUTION 2: THE PROPOSED DIVERSIFICATION OF THE EXISTING CORE BUSINESS OF THE GROUP TO INCLUDE THE COMMODITIES TRADING BUSINESS

That:

- (a) approval be and is hereby given for the diversification by the Group of its Existing Core Business to include the Commodities Trading Business, and any other activities related to the Commodities Trading Business;
- (b) subject to compliance with the Catalist Rules requiring approval from Shareholders in certain circumstances, the Group (directly and/or through its subsidiaries) be and is hereby authorised to invest in, purchase or otherwise acquire or dispose of from time to time, such assets, securities, equities, businesses, investments shares and/or interests in any entity (whether public or private) pursuant to the Proposed Diversification into the Commodities Trading Business, on such terms and conditions as the Directors deem fit, and such Directors be and are hereby authorised to take such steps and exercise such discretion and do all acts and things as they deem desirable, necessary or expedient to give effect to any such investment, purchase, acquisition or disposal; and
- (C) the Directors (or any one of them) be and are hereby authorised to take such steps and do all such acts and things (including without limitation, to sign, seal, execute and deliver all such documents and deeds), with such modifications thereto (if any) as they deem fit, and to exercise such discretion in relation to the Proposed Diversification into the Commodities Trading Business as they or each of them may consider necessary, desirable or expedient, in order to give full effect to this resolution.

NOTICE OF EXTRAORDINARY GENERAL MEETING

ORDINARY RESOLUTION 3: THE PROPOSED DIVERSIFICATION OF THE EXISTING CORE BUSINESS OF THE GROUP TO INCLUDE THE STRATEGIC INVESTMENTS BUSINESS

That:

- (a) approval be and is hereby given for the diversification by the Group of its Existing Core Business to include the Strategic Investments Business, and any other activities related to the Strategic Investments Business;
- (b) subject to compliance with the Catalist Rules requiring approval from Shareholders in certain circumstances, the Group (directly and/or through its subsidiaries) be and is hereby authorised to invest in, purchase or otherwise acquire or dispose of from time to time, such assets, securities, equities, businesses, investments shares and/or interests in any entity (whether public or private) pursuant to the Proposed Diversification into the Strategic Investments Business, on such terms and conditions as the Directors deem fit, and such Directors be and are hereby authorised to take such steps and exercise such discretion and do all acts and things as they deem desirable, necessary or expedient to give effect to any such investment, purchase, acquisition or disposal; and
- (c) the Directors (or any one of them) be and are hereby authorised to take such steps and do all such acts and things (including without limitation, to sign, seal, execute and deliver all such documents and deeds), with such modifications thereto (if any) as they deem fit, and to exercise such discretion in relation to the Proposed Diversification into the Strategic Investments Business as they or each of them may consider necessary, desirable or expedient, in order to give full effect to this resolution.

SPECIAL RESOLUTION 1: THE PROPOSED CHANGE OF NAME OF THE COMPANY FROM “MATEX INTERNATIONAL LIMITED” TO “NANYANG NEW DEVELOPMENT LIMITED”

That:

- (a) approval be and is hereby given for the name of the Company, “Matex International Limited”, to be changed to “Nanyang New Development Limited” and that the name “Matex International Limited” be substituted with “Nanyang New Development Limited” wherever the former name appears in the Constitution of the Company; and
- (b) the Directors (or any one of them) be and are hereby authorised to take such steps and do all such acts and things (including without limitation, to sign, seal, execute and deliver all such documents and deeds), with such modifications thereto (if any) as they deem fit, and to exercise such discretion in relation to the Proposed Change of Name as they or each of them may consider necessary, desirable or expedient, in order to give full effect to this resolution.

SPECIAL RESOLUTION 2: THE PROPOSED ADOPTION OF THE NEW CONSTITUTION OF THE COMPANY

That:

- (a) the regulations contained in the New Constitution submitted to this meeting, as reproduced in its entirety in Annex B to the Circular, be and are hereby approved and adopted as the Constitution of the Company in substitution for, and to the exclusion of, the Existing Constitution;
- (b) the Directors (or any one of them) be and are hereby authorised to take such steps and do all such acts and things (including without limitation, to sign, seal, execute and deliver all such documents and deeds), with such modifications thereto (if any) as they deem fit, and to exercise such discretion in relation to the Proposed Adoption of the New Constitution as they or each of them may consider necessary, desirable or expedient, in order to give full effect to this resolution; and

NOTICE OF EXTRAORDINARY GENERAL MEETING

- (c) to the extent that any act in connection with the matters referred to in the above paragraphs of this special resolution has been performed or otherwise undertaken (whether partially or otherwise), they be and are hereby approved, ratified and confirmed.

By Order of the Board
MATEX INTERNATIONAL LIMITED

James Kho Chung Wah
Independent Chairman
19 December 2025

IMPORTANT INFORMATION

Notes relating to conduct of the EGM:

1. The members of the Company are invited to attend physically at the EGM. There will be no option for members to participate virtually. Printed copies of the Notice of EGM, Proxy Form and Request Form will be sent to all members.
2. Please bring along your NRIC/passport to the EGM so as to enable the Company to verify your identity.

Voting by proxy

3. A member who is unable to attend the EGM and wishes to appoint proxy(ies) to attend, speak and vote at the EGM on his/her/its behalf should complete, sign and return the instrument of proxy in accordance with the instructions printed thereon.
4. A proxy need not be a member of the Company.
5. In relation to the appointment of proxy(ies) to attend, speak and vote on his/her/its behalf at the EGM, a member (whether individual or corporate) appointing his/her/its proxy(ies) should give specific instructions as to his/her/its manner of voting, or abstentions from voting, in respect of a resolution in the instrument of proxy. If no specific instruction as to voting are given, or in the event of any other matter arising at the EGM and at any adjournment thereof, the proxy(ies) (other than the appointment of Chairman as the proxy) will vote or abstain from voting at his/her/their discretion.
6. The instrument appointing a proxy or proxies must be under the hand of the appointer or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal, executed as a deed in accordance with the Companies Act 1967 or under the hand of an attorney or an officer duly authorised, or in some other manner approved by the Directors. Where the instrument appointing a proxy or proxies is executed by an attorney on behalf of the appointer, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument of proxy.
7. The instrument appointing a proxy, together with the letter or power of attorney or other authority under which it is signed or a duly certified copy thereof (if applicable), must be submitted either:
 - (a) If sent personally or by post, the proxy form must be lodged at the registered office of the Company's Share Registrar, In.Corp Corporate Services Pte. Ltd., at 36 Robinson Road, #20-01 City House, Singapore 068877; or
 - (b) if by email, the proxy form must be received at shareregistry@incorp.asia,

in either case, by no later than 10 January 2026 at 10.00 a.m., being seventy-two (72) hours before the time appointed for holding the EGM.

A member can appoint the Chairman of the EGM as his/her/its proxy, but this is not mandatory.

The proxy must bring along his/her NRIC/passport so as to enable the Company to verify his/her identity.

8. A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote at the EGM. Where such member appoints two (2) proxies, he/she should specify the proportion of his/her shareholding (expressed as a percentage of the whole) to be presented by each proxy in the instrument appointing a proxy or proxies.
9. A member who is a relevant intermediary is entitled to appoint more than two (2) 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 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 instrument appointing a proxy or proxies.
10. "Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967.
11. An investor who holds shares under the Supplementary Retirement Scheme ("SRS Investor") may attend and cast his/her vote(s) at the EGM in person. If they are unable to attend the EGM but would like to vote may inform their respective SRS Operators to appoint the Chairman of the EGM to act as their proxy at least seven (7) working days before the EGM, in which case, the relevant SRS Investors shall be precluded from attending the EGM.

NOTICE OF EXTRAORDINARY GENERAL MEETING

12. The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible, or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in the instrument.

Submission of questions prior to the EGM

13. Members may submit questions in relation to the resolutions to be tabled for approval at the EGM in advance of the EGM no later than 10.00 a.m. on 27 December 2025:

- (a) by email to eagm@matex.com.sg; or
- (b) in physical copy by depositing the same at the registered office of the Company at 1003 Bukit Merah Central, #01-10, Inno Centre, Singapore 159836.

Members submitting questions are required to state: (a) their full name; (b) their identification/registration number; and (c) the manner in which his/her shares in the Company are held (e.g. via CDP, SRS and/or scrip), failing which the Company shall be entitled to regard the submission as invalid and not respond to the questions submitted.

All questions submitted in advance of the EGM must be received by the Company by the time and date stated above to be treated as valid.

14. The Company will endeavour to address all relevant and substantial questions (as may be determined by the Company in its sole discretion) relating to the resolutions to be tabled for approval at the EGM prior to or at the EGM. The responses to these relevant and substantial questions will be published by 10.00 a.m. on 8 January 2026 via SGXNET or if answered during the EGM, will be included in the minutes of the EGM which shall be published on the SGXNET within one (1) month after the date of 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 or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) of proxies and representatives appointed for the EGM of the Company (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM of the Company (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 and (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 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 member convening the EGM (or its agents or service providers) 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.

Photographic, sound and/or video recordings of the EGM may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the EGM. Accordingly, the personal data of a member of the Company (such as his name, his presence at the EGM and any questions he may raise or motions he propose/second) may be recorded by the Company for such purpose.

*This notice has been reviewed by the Company's sponsor, ZICO Capital Pte. Ltd. (the "**Sponsor**").*

*This notice has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") and the SGX-ST assumes no responsibility for the contents of this notice, including the correctness of any of the statements or opinions made or reports contained in this notice.*

The contact person for the Sponsor is Ms Goh Mei Xian, ZICO Capital Pte. Ltd. at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, telephone (65) 6636 4201.

PROXY FORM
EXTRAORDINARY GENERAL MEETING

(Please see notes overleaf before completing this Proxy Form)

IMPORTANT

1. Relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore) may appoint more than two (2) proxies to attend, speak and vote at the EGM.
2. An investor who holds shares under the Supplementary Retirement Scheme ("SRS Investor") may attend and cast his vote(s) at the Meeting in person. If they are unable to attend the Meeting but would like to vote, they may inform their respective SRS Operators to appoint the Chairman of the Meeting to act as their proxy at least seven (7) working days before the Meeting, in which case, the relevant SRS Investors shall be precluded from attending the Meeting.
3. This Proxy Form is not valid for use by SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

Personal Data Privacy: By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 19 December 2025.

I/We*, _____ NRIC/Passport/Company Registration No. _____

of _____ (Address)

being a member/members* of **MATEX INTERNATIONAL LIMITED** (the "Company") hereby appoint:

Name	Address	NRIC/Passport Number	Proportion of Shareholdings	
			No. of Shares	%

and/or (delete as appropriate)

Name	Address	NRIC/Passport Number	Proportion of Shareholdings	
			No. of Shares	%

or failing him/her/them*, the Chairman of the Extraordinary General Meeting ("EGM" or "Meeting"), as my/our* proxy/proxies* to attend and vote for me/us* on my/our* behalf at the Meeting of the Company to be held at Room 304, Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Singapore 039593 on Tuesday, 13 January 2026 at 10.00 a.m. and at any adjournment thereof. I/We* direct my/our* proxy/proxies* to vote for or against the Resolutions proposed at the Meeting 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/their* discretion. In appointing the Chairman of the Meeting as proxy, shareholders of the Company (whether individuals or corporates) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid.

No.	Ordinary Resolution	For**	Against**	Abstain**
1	The Proposed Cessation Payments as Interested Person Transactions			
2	The Proposed Diversification of the Existing Core Business of the Group to include the Commodities Trading Business			
3	The Proposed Diversification of the Existing Core Business of the Group to include the Strategic Investments Business			
No.	Special Resolution	For**	Against**	Abstain**
1	The Proposed Change of Name of the Company From "Matex International Limited" to "Nanyang New Development Limited"			
2	The Proposed Adoption of the New Constitution of the Company			

**If you wish to exercise all your votes "For", "Against" or "Abstain", please tick within the box provided. Alternatively, please indicate the number of votes as appropriate. If you mark the abstain box for a particular resolution, you are directing your proxy not to vote on that resolution on a poll and your votes will not be counted in computing the required majority on a poll.

*Delete where inapplicable

Dated this _____ day of _____ 2025/2026

Total number of Shares in	Number of Shares
(a) CDP Register	
(b) Register of Members	

Signature(s) of Member(s) /
Common Seal of Corporate shareholder

IMPORTANT: PLEASE READ NOTES OVERLEAF



Notes

1. A member who is unable to attend the EGM and wishes to appoint proxy(ies) to attend, speak and vote at the EGM on his/her/its behalf should complete, sign and return the instrument of proxy in accordance with the instructions printed thereon
2. A proxy need not be a member of the Company.
3. Please insert the total number of shares of the Company (“**Shares**”) held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, this proxy form shall be deemed to relate to all the Shares held by you.
4. In relation to the appointment of proxy(ies) to attend, speak and vote on his/her/its behalf at the EGM, a member (whether individual or corporate) appointing his/her/its proxy(ies) should give specific instructions as to his/her/its manner of voting, or abstentions from voting, in respect of a resolution in the instrument of proxy. If no specific instruction as to voting are given, or in the event of any other matter arising at the EGM and at any adjournment thereof, the proxy(ies) (other than the appointment of Chairman as the proxy) will vote or abstain from voting at his/her/their discretion.
5. The instrument appointing a proxy or proxies must be under the hand of the appointer or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal, executed as a deed in accordance with the Companies Act 1967 or under the hand of an attorney or an officer duly authorised, or in some other manner approved by the Directors. Where the instrument appointing a proxy or proxies is executed by an attorney on behalf of the appointer, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument of proxy.
6. The instrument appointing a proxy, together with the letter or power of attorney or other authority under which it is signed or a duly certified copy thereof (if applicable), must be submitted either:
 - (a) If sent personally or by post, the proxy form must be lodged at the registered office of the Company’s Share Registrar, In.Corp Corporate Services Pte. Ltd., at 36 Robinson Road, #20-01 City House, Singapore 068877; or
 - (b) if by email, the proxy form must be received at shareregistry@incorp.asiain either case, by no later than 10 January 2026 at 10.00 a.m., being 72 hours before the time appointed for holding the EGM.

A member can appoint the Chairman of the EGM as his/her/its proxy, but this is not mandatory.

The proxy must bring along his/her NRIC/passport so as to enable the Polling Agent to verify his/her identity.
7. A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote at the EGM. Where such member appoints two (2) proxies, he/she should specify the proportion of his/her shareholding (expressed as a percentage of the whole) to be presented by each proxy in the instrument appointing a proxy or proxies.
8. A member who is a relevant intermediary is entitled to appoint more than two (2) 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 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 instrument appointing a proxy or proxies.
9. “Relevant intermediary” has the meaning ascribed to it in Section 181 of the Companies Act 1967.
10. An investor who holds shares under the Supplementary Retirement Scheme (“**SRS Investor**”) may attend and cast his vote(s) at the Meeting in person. If they are unable to attend the Meeting but would like to vote may inform their respective SRS Operators to appoint the Chairman of the EGM to act as their proxy at least seven (7) working days before the EGM, in which case, the relevant SRS Investors shall be precluded from attending the EGM.
11. The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible, or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in the instrument.

Personal Data Privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 19 December 2025.

MATEX INTERNATIONAL LIMITED

(Company Registration No. 198904222M)
(Incorporated in the Republic of Singapore)

19 December 2025

Dear Shareholders

The Extraordinary General Meeting (“**EGM**”) of Matex International Limited (the “**Company**”) will be held on Tuesday, 13 January 2026 at 10.00 a.m. at Room 304, Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Singapore 039593.

We are pleased to enclose printed copies of the Notice of EGM and Proxy Form for the Company’s upcoming EGM (collectively, the “**EGM Documents**”). The EGM Documents, together with this letter and the circular to shareholders of the Company (“**Shareholders**”) dated 19 December 2025 (the “**Circular**”), will also be published on SGX’s website at <https://www.sgx.com/securities/company-announcements>.

ELECTRONIC COMMUNICATIONS

1. In line with the Company’s sustainability strategy, the Company has implemented the use of electronic communications for the dissemination of the Circular. The Circular will be published on SGX’s website at <https://www.sgx.com/securities/company-announcements>.
2. However, if you wish to receive a printed copy of the Circular, please complete the Request Form below and return it to the Company by post to its registered office at 1003 Bukit Merah Central, #01-10, Inno Centre, Singapore 159836 or by email to hkseow@matex.com.sg, by 10.00 a.m. on 26 December 2025.
3. Please note that if the Company does not receive the Request Form in the manner and by the date as set out above, Shareholders will be deemed to have consented to notices or documents being given, sent or served using electronic communications. The election is a standing election and Shareholders may make a fresh election at any time, but until Shareholders make a fresh election, the election that is conveyed to the Company last in time prevails over all previous elections as the Shareholders’ valid and subsisting election in relation to all documents to be sent.
4. By completing, signing and returning the Request Form to us, you agree and acknowledge that we and/or our service provider may collect, use and disclose your personal data, as contained in your submitted Request Form or which is otherwise collected from you or your authorised representative(s), for the purpose of processing and effecting your request.

Yours faithfully

For and on behalf of

MATEX INTERNATIONAL LIMITED

JAMES KHO CHUNG WAH

Independent Chairman

REQUEST FORM

To: Matex International Limited

NB: Please tick accordingly. Incomplete or incorrectly completed forms will not be processed.

☐ I/We wish to receive a printed copy of the Circular.

Investor’s type (Please tick accordingly)

☐ CDP Depositor(s)

☐ Scrip Shareholder(s)

☐ SRS

Name(s) of Member(s) or Corporation: _____

NRIC/Passport Number(s): _____

Company Registration Number: _____

Mailing Address: _____

Signature(s): _____

Date: _____

Important:

This request is valid for the Circular dated 19 December 2025 only.



First fold

Please
affix
postage
stamp

Matex International Limited

1003 Bukit Merah Central, #01-10, Inno Centre, Singapore 159836

Second fold

Third fold

Apply glue here