
NOTICE OF EXTRAORDINARY GENERAL MEETING

UNIVERSAL RESOURCE AND SERVICES LIMITED

(Company Registration Number: 200312303R)
(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (“**EGM**”) of the shareholders of the Company will be held by way of electronic means (via live audio-visual webcast or live audio-only livestream) on 26 July 2022, at 10 a.m. for the purpose of considering and, if thought fit, passing, with or without amendments, the Ordinary Resolution as set out below.

Unless herein defined, all terms defined in this notice of EGM (“**Notice of EGM**”) shall have the same meanings as those defined or construed in the circular dated 4 July 2022 (the “**Circular**”) issued by the Company to Shareholders.

Ordinary Resolution: Proposed Change of Auditors

THAT approval be and is hereby given:

- (a) for the Proposed Change of Auditors; and
- (b) that 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 as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms, documents with or to relevant authorities) as they may consider necessary, desirable or expedient to give effect to the matters contemplated by this Ordinary Resolution.

BY ORDER OF THE BOARD

David Chin Yew Choong and Chow Wai San
Independent Directors

Date: 4 July 2022

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Important notes to Shareholders on arrangements for the EGM:

1. The EGM is being convened, and will be held by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meeting for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020.
2. Alternative arrangements have been put in place to allow Shareholders or their corporate representatives (in the case of Shareholders which are legal entities) to be able to participate in the EGM proceedings by (a) watching a live audio-visual webcast or listening to a live audio-only livestream, (b) submitting of questions in advance of the EGM, (c) having substantial and relevant questions addressed in advance of the EGM, and/or (d) voting by proxy at the EGM.
3. All Shareholders who wish to participate in the live EGM proceedings will need to pre-register at <https://globalmeeting.bigbangdesign.co/universal-resource/> (the "**Pre-registration Link**") by 10 a.m. on 24 July 2022 (the "**Registration Deadline**") for verification of their status as Shareholders (or the corporate representatives of such Shareholders) of the Company. Following successful verification, each Shareholder or its corporate representative(s) will receive an email confirmation ("**Confirmation Email**") by 10 a.m. on 25 July 2022 containing instructions to access the live EGM proceedings. Shareholders or their corporate representative(s) must not forward the abovementioned information to any other persons who are not Shareholders and who are not eligible to attend the EGM. This is also to avoid any technical disruptions to the EGM due to overloading. Shareholders or their corporate representatives who have registered by the Registration Deadline but do not receive the Confirmation Email by 10 a.m. on 25 July 2022 may contact the Company's webcast vendor for assistance by email at webcast@bigbangdesign.co.
4. Shareholders can submit questions in advance of the EGM relating to the business of the EGM via the Pre-registration Link so that these questions may be addressed in advance of the EGM. All questions intended to be submitted in advance must be submitted by 10 a.m. on 11 July 2022. The Company will endeavour to address substantial and relevant questions (as may be determined by the Company at its sole discretion) received via SXNET.
5. A Shareholder (whether individual or corporate) must appoint the Chairman of the EGM as his/her/its proxy to attend the EGM if such Shareholder wishes to exercise his/her/its voting rights at the EGM. The Proxy Form for the EGM may be accessed from SGXNET. Where a Shareholder (whether individual or corporate) appoints the Chairman of the EGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of the resolution in the Proxy Form, failing which the appointment of the Chairman of the EGM as proxy for the resolution will be treated as invalid.
6. The Chairman of the EGM, acting as proxy, need not be a Shareholder.
7. The Proxy Form must be submitted to the Company in the following manner:
 - (a) if submitted by post, be mailed to the office of the Share Registrar of the Company, B.A.C.S. Private Limited, at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896; or
 - (b) if submitted electronically, be submitted via email in Portable Document Format (PDF) format to the Company at main@zicoholdings.com.

in either case, at least 48 hours before the time fixed for holding the EGM of the Company (i.e. by 10 a.m. on 24 July 2022) and/or any adjournment thereof. A Shareholder who wishes to submit the Proxy Form must first download, 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 via email.
8. Where the Proxy Form is executed by an individual, it must be under the hand of the appointor or of his/her attorney duly authorised in writing. If the Proxy Form is executed by a corporation, it must be executed either under its seal or under the hand of its attorney duly authorised or in such manner as appropriate under applicable laws, failing which the instrument may be treated as invalid.
9. Where the instrument appointing the Chairman of the EGM as proxy is signed on behalf of the appointor by an attorney, the letter of power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.
10. Investors who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act 1967), including under the Central Provident Fund Investment Scheme ("**CPF Investors**") or the Supplementary Retirement Scheme ("**SRS Investors**"), and who wish to appoint the Chairman of the EGM as a proxy should approach their respective relevant intermediaries, including CPF Agent Banks or SRS Operators, at least seven (7) working days before the EGM (i.e. by 10 a.m. on 15 July 2022) in order to allow sufficient time for their respective intermediaries to in turn submit a Proxy Form to appoint the Chairman of the EGM to vote on their behalf by the cut-off date. Other investors holding shares through other relevant intermediaries who wish to vote should approach his/her relevant intermediary as soon as possible to specify voting instructions.

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11. A depositor's name must appear on the depository register maintained by The Central Depository (Pte) Limited at least 72 hours before the time appointed for holding the EGM (i.e. by 10 a.m. on 23 July 2022) in order for the depositor to be entitled to attend and vote at the EGM.
12. All documents and information relating to the business of the EGM (including the Circular and the Proxy Form) have been published on SGXNet. Printed copies **will not** be sent to Shareholders.
13. In view of the evolving COVID-19 situation, the Company reserves the right to take such further precautionary measures as may be appropriate up to the date of the EGM, including any precautionary measures required or recommended by government agencies, in order to curb the spread of COVID-19. Shareholders should continually check for announcements by the Company for updates on the EGM. The Company would like to thank all Shareholders for their patience and co-operation in enabling the Company to continue holding its EGM amidst the COVID-19 situation.

Personal Data Privacy

By (a) submitting the Proxy Form appointing the Chairman of the EGM as proxy to attend and vote at the EGM of the Company and/or any adjournment thereof, (b) completing the pre-registration in accordance with this Notice of EGM, or (c) submitting any question(s) in advance of the EGM in accordance with this Notice of EGM, 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 the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the EGM as proxy for the EGM of the Company (including any adjournment thereof), processing the pre-registration forms for purposes of granting access to Shareholders for the live audio-visual webcast or live audio-only stream and providing them with any technical assistance where necessary, addressing of selected relevant and substantive questions received in advance of the EGM and, if necessary, following up with the relevant Shareholders in relation to such questions, the preparation and compilation of the attendance lists, proxy 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**"). The Shareholder's personal data may be disclosed or transferred by the Company to its subsidiaries, its share registrar and/or other agents or bodies for any of the Purposes, and retained for such period as may be necessary for the Company's verification and record purposes.

This notice has not been examined or approved by the Singapore Exchange Securities Trading Limited ("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.