ORIENTAL GROUP

ORIENTAL GROUP LTD.
Co.Reg.No: 200401998C
(Incorporated in the Republic of Singapore on 23 February 2004)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting ("**EGM**") of Oriental Group Ltd. (the "**Company**") will be held at 10 Anson Road, International Plaza #17-03, Singapore 079903 on 22 November 2016 at 9.30 a.m., for the purpose of considering and, if thought fit, passing (with or without any modifications) the ordinary resolution as set out below.

*All capitalised terms used in this notice of EGM which are not defined herein shall have the same meanings ascribed to them in the circular dated 7 November 2016 ("**Circular**") to shareholders of the Company.*

ORDINARY RESOLUTION

THE PROPOSED DISPOSAL OF 100% SHAREHOLDING INTERESTS IN WAN DORMITORY PTE. LTD.

That:

(a) approval be and is hereby given for the Company to undertake the Proposed Disposal, pursuant to the terms and conditions of the conditional sale and purchase agreement dated 27 October 2016 between the Company and the Purchaser (as may be amended, modified and/or supplemented from time to time as the Directors deem desirable, necessary or appropriate) (the "**SPA**"); and

(b) approval be and is hereby given for the Company to enter into the SPA and the execution of the SPA by the Company be and is hereby ratified, confirmed and approved; and

(c) the Directors and each of them be and are hereby authorised to from time to time amend, modify and/or supplement the terms of the Proposed Disposal and/or the SPA as the Directors may deem appropriate; and

(d) the Directors and each of them be and are hereby authorised to complete, enter into and do all acts and things (including without limitation, to prepare and finalise, approve, sign, execute and deliver all such documents or agreements which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, 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 they and/or he may consider necessary, desirable, incidental or expedient for the purposes of or to give effect to this Ordinary Resolution and the Proposed Disposal and/or the matters contemplated herein.

BY ORDER OF THE BOARD

7 November 2016

Notes:-

(i) A member who is not a relevant intermediary (as defined in Section 181 of the Act) is entitled to appoint not more than two proxies to attend, speak and vote on his/her behalf at the EGM. Where a member appoints more than one proxy, he/she shall specify the proportion of his/her shares to be represented by each such proxy, failing which the nomination shall be deemed to be alternative.

(ii) A member who is a relevant intermediary (as defined in Section 181 of the Act) 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 two proxies, 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 Act.

(iii) A member of the Company, which is a corporation, is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a member of the Company.

(iv) The instrument appointing a proxy or proxies must be deposited together with the power of attorney (if any) under which it is signed or a notarially certified or office copy thereof at the Company's Share Registrar in Singapore, Tricor Barbinder Share Registration Services (A division of Tricor Singapore Pte. Ltd.), either by hand at 80 Robinson Road, #11-02 Singapore 068898 or by post at 80 Robinson Road, #02-00, Singapore 068898, not less than forty-eight (48) hours before the time appointed for the EGM in accordance with the instruction stated herein.

(v) In the case of a member whose shares are entered against his/her name in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have shares entered against his/her name in the Depository Register seventy-two (72) hours before the time appointed for holding the EGM, as certified by the Central Depository (Pte) Limited to the Company.

Personal Data Privacy:
By attending the EGM and/or any adjournment thereof or 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**"), (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.