



## HOTUNG INVESTMENT HOLDINGS LIMITED

### NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of Hotung Investment Holdings Limited ("**Company**") will be held at THE CHEVRONS, Hibiscus Room, Level 1, 48 Boon Lay Way, Singapore 609961, on 28 April 2025 (Monday) at 2:00 p.m. for the following purposes:

#### AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and the audited Financial Statements of the Company for the financial year ended 31 December 2024, together with the Independent Auditors' Report thereon. **(Resolution 1)**
2. To approve and declare a first and final dividend for the financial year ended 31 December 2024 of NT\$2.55 per share as recommended by the board of directors of the Company ("**Directors**" or the "**Board**", and individually, a "**Director**"), to be payable on such date to be determined by the Directors and to be distributed in such manner as the Directors deem fit. The Directors be and are hereby fully authorized to do all acts and things they consider necessary, expedient and appropriate to effect and implement this Resolution. **(Resolution 2)**
3. To note the following Directors will be retiring pursuant to Bye-laws 94 and 95 of the Bye-laws of the Company ("**Bye-laws**") and Rule 720(5) of the listing manual of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") ("**Listing Manual**"):

Mr. Kung-Wha Ding;  
Ms. Shih-Ping Chen;  
Ms. Tsui-Hui Huang; and  
Ms. Lan Yuan,

And

To re-elect the following retiring Directors who have offered themselves for re-election:

Mr. Kung-Wha Ding; **(Resolution 3)**  
Ms. Shih-Ping Chen; **(Resolution 4)**  
Ms. Tsui-Hui Huang; and **(Resolution 5)**  
Ms. Lan Yuan. **(Resolution 6)**  
(See *Explanatory Note 1*)

4. To approve Directors' Fees of NT\$9.9 million for the financial year ended 31 December 2024 to the Directors. **(Resolution 7)**
5. To re-appoint KPMG LLP as Auditors of the Company until the conclusion of the next annual general meeting and to authorize the Directors to fix their remuneration. **(Resolution 8)**

#### AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions (with or without modifications) as Ordinary Resolutions:

6. **THAT:** **(Resolution 9)**
  - (A) subject to the provisions of the Bye-laws and the Listing Manual, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers

of the Company to allot, issue (whether by way of rights, bonus or otherwise) and deal with additional shares in the capital of the Company including but not limited to the listing of such additional shares on the SGX-ST and/or the offering of depository receipts in respect of such additional shares and to make or grant offers and agreements which might require the exercise of such power be and is hereby generally and unconditionally approved;

- (B) authority be and is hereby given to the Directors to allot and issue shares pursuant to offers, agreements and options made or granted during the Relevant Period (as hereinafter defined) that might or would require shares to be issued, including but not limited to the creation and issuance during the Relevant Period of (as well as adjustments to) warrants, debentures or other instruments convertible into shares (collectively, the “**Instruments**”), upon such terms and conditions and for such purposes and to such persons as the Directors may, in their absolute discretion, deem fit, notwithstanding that such allotment and issuance of shares pursuant to the Instruments are made after the end of the Relevant Period (as hereinafter defined);
- (C) the aggregate nominal amount of share capital to be allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an Instrument or otherwise) by the Directors pursuant to the approval in paragraphs (A) and (B) above (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed 50% of the aggregate nominal amount of the share capital of the Company in issue (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, of which the aggregate nominal amount of share capital to be allotted other than on a pro-rata basis to the existing members of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed 20% of the aggregate nominal amount of the share capital of the Company in issue (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed and the said approval shall be limited accordingly;
- (D) subject to such manner of calculation as may be prescribed by the SGX-ST, for the purpose of determining the aggregate number of shares that may be issued under paragraph (C) above, the percentage of issued share capital shall be based on the issued share capital of the Company (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, after adjusting for:
  - (i) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time this Resolution is passed, provided that the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual; and
  - (ii) any subsequent bonus issue, consolidation or sub-division of shares; and
- (E) for the purpose of this Resolution, “**Relevant Period**” means the period commencing from the passing of this Resolution and expiring on the earliest of:
  - (i) the conclusion of the next annual general meeting of the Company;
  - (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held; or
  - (iii) the date on which the authority given under this Resolution is revoked or varied by an ordinary resolution of the shareholders of the Company (“**Shareholders**”) in general meeting.

(See *Explanatory Note 2*)

7. **THAT:**

**(Resolution 10)**

- (A) the exercise by the Directors of all the powers of the Company to purchase or acquire issued ordinary shares in the capital of the Company (“**Shares**”) not exceeding in aggregate the Maximum Limit (as hereinafter defined), at such

price or prices as may be determined by the Directors from time to time up to the Maximum Price (as hereinafter defined), whether by way of:

- (i) market purchase(s) ("**On-Market Purchases**") on the SGX-ST; and/or
- (ii) off-market purchase(s) (if effected otherwise than on the SGX-ST) in accordance with any equal access scheme(s) as may be determined or formulated by the Directors as they consider fit based on the requirements of section 76C of the Companies Act 1967 of Singapore ("**Off-Market Purchases**"),

and otherwise in accordance with all other laws and regulations of Singapore and Bermuda and the rules of the SGX-ST as may for the time being be applicable, be and is hereby authorized and approved generally and unconditionally ("**Proposed Share Buy-back Mandate**");

- (B) the authority conferred on the Directors pursuant to the Proposed Share Buy-back Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:

- (i) the conclusion of the next annual general meeting of the Company or the date by which it is required to be held;
- (ii) the date on which the share buy-backs are carried out to the full extent mandated; or
- (iii) the date the said mandate is revoked or varied by the Shareholders in a general meeting;

- (C) in this Resolution:

"**Maximum Limit**" means such number of Shares representing 10% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) as at the date of the general meeting at which the Proposed Share Buy-back Mandate is approved by the Shareholders; and

"**Maximum Price**" in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, commission, applicable goods and services tax and other related expenses) which shall be determined by the Directors, but must not exceed:

- (i) in the case of an On-Market Purchase of a Share, 105% of the Average Closing Price of the Shares; and
- (ii) in the case of an Off-Market Purchase of a Share pursuant to an equal access scheme, 120% of the Average Closing Price of the Shares,

where:

"**Average Closing Price**" means the average of the closing market prices of the Shares over the last five (5) days on which the SGX-ST is open for securities trading, on which transactions in the Shares were recorded, preceding the day of the On-Market Purchase or, as the case may be, preceding the date of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs during the relevant five (5)-day period and the day on which the purchases are made; and

"**date of the making of the offer**" means the date on which the Company announces its intention to make an offer for an Off-Market Purchase, stating the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase.

(See Explanatory Note 3)

8. To transact any other business that may be transacted at an annual general meeting.

By Order of the Board

Hsin-Chieh Chung  
Company Secretary

Taipei, Taiwan  
11 April 2025

## Notes:

### General

1. The annual general meeting of the Company ("**AGM**") will be held, **in a wholly physical format**, at THE CHEVRONS, Hibiscus Room, Level 1, 48 Boon Lay Way, Singapore 609961, on 28 April 2025 at 2:00 p.m. **There will be no option for Shareholders to participate virtually.**
2. Printed copies of the notice of the AGM to be held on 28 April 2025 ("**Notice**"), together with printed copies of the proxy form and the request form (which shall include, amongst others, details of the publication of the 2024 Annual Report (as defined below) and the Appendix (as defined below) on the SGX-ST's website and the Company's website, and how a Shareholder is to notify the Company of his/her/its election to receive the 2024 Annual Report and Appendix in physical form if he/she/it wishes to receive the same in physical form) have been sent to Shareholders on 11 April 2025, and shall also be made available at the SGX-ST's website at the URL <https://www.sgx.com/securities/company-announcements?value=HOTUNG%20INVESTMENT%20HLDGS%20LTD&type=company> and the Company's website at the URL <https://www.hihl.com.sg/news-and-events/events/default.aspx>.

### Submission of questions in advance of, or at, the AGM

1. Shareholders can submit substantial and relevant questions related to the resolutions to be tabled for approval at the AGM to the Chairman of the AGM, in advance of the AGM, in the following manner:
  - a. **By email** to [hihl@equity.com.tw](mailto:hihl@equity.com.tw).
  - b. **By post** to the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07 Singapore 098632.

When sending in your questions by email or post, please also provide us with the following details:

- your full name; and
- your address.

**Shareholders are strongly encouraged to submit their questions by email.**

2. **All questions must be submitted by 18 April 2025.** We will address all substantial and relevant questions received from Shareholders before the deadline of 18 April 2025 during the AGM. **Where substantially similar questions are received, we will consolidate such questions and consequently not all questions may be individually addressed.**
3. If Shareholders have substantial and relevant questions related to the resolutions to be tabled for approval at the AGM but have not submitted them to the Company by 18 April 2025, they may ask those questions during the allocated time at the AGM itself.
4. We will publish the minutes of the AGM on the Company's website and on SGX-ST's website within one (1) month after the date of the AGM, and the minutes will include the responses to substantial and relevant questions from Shareholders which are addressed during the AGM.

### Voting

All the resolutions will be put to vote at the AGM (and at any adjournment thereof) by way of a poll.

### Submission of proxy forms

1. **Shareholders can vote at the AGM in person or through their duly appointed proxy(ies). Shareholders who wish to appoint a proxy(ies) must submit an instrument appointing a proxy(ies) in accordance with the instructions set out in the proxy form.**
2. Shareholders may also choose to appoint the Chairman of the AGM as his/her/its proxy to vote on his/her/its behalf at the AGM.
3. **Submission of proxy forms:** proxy forms must be submitted to the Company **BY POST**, at the office of the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07 Singapore 098632 **by 2:00 p.m. on 26 April 2025.**

A Shareholder who wishes to submit an instrument of proxy must first complete and sign the proxy form, before submitting it **BY POST** to the address provided above.

### Annual Report and Appendix to the Notice

The Company's Annual Report for the financial year ended 31 December 2024 ("**2024 Annual Report**") shall be published on the Company's website at the URL <https://www.hihl.com.sg/financials/annual-reports/default.aspx> and the Appendix to the Notice containing information on Ordinary Resolution 10 ("**Appendix**") shall be published on the Company's website at the URL <https://www.hihl.com.sg/news-and-events/events/default.aspx> on 11 April 2025. The 2024 Annual Report and the Appendix shall also be made available on the SGX-ST's website at the URL <https://www.sgx.com/securities/company-announcements?value=HOTUNG%20INVESTMENT%20HLDGS%20LTD&type=company> on 11 April 2025.

**Explanatory Note(s):**Explanatory Note 1:

Pursuant to Bye-laws 94 and 95 of the Bye-laws and Rule 720(5) of the Listing Manual, the following Directors will be retiring at the AGM to be held on 28 April 2025 ("**2025 AGM**"):

- 1-1 Mr. Kung-Wha Ding;  
 1-2 Ms. Shih-Ping Chen;  
 1-3 Ms. Tsui-Hui Huang; and  
 1-4 Ms. Lan Yuan.

Ms. Lan Yuan will upon re-election as a Director of the Company remain as the Chairman of the Audit Committee and a member of the Nominating Committee. She is considered by the Board to be independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST.

Information of each of the above Directors as set out in Appendix 7.4.1 pursuant to Rule 720(6) of the Listing Manual of the SGX-ST is provided as follows:

## 1-1 Mr. Kung-Wha Ding

<b>Date of Appointment</b>	13 April 2017
<b>Date of last re-appointment (if applicable)</b>	19 April 2022
<b>Name of person</b>	Kung-Wha Ding
<b>Age</b>	71
<b>Country of principal residence</b>	Taiwan
<b>The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations, and the search and nomination process)</b>	The Board reviewed the background, skills and experiences of Mr. Kung-Wha Ding and following due deliberation, resolved that Mr. Kung-Wha Ding be proposed to be re-elected as a Director of the Company.
<b>Whether appointment is executive, and if so, the area of responsibility</b>	Non-Executive
<b>Job Title (e.g., Lead ID, AC Chairman, AC Member etc.)</b>	Non-Executive Director Chairman of Nominating Committee Chairman of Remuneration Committee
<b>Professional qualifications</b>	1976 - 1978 Master of Law, National Chengchi University 1972 - 1976 Bachelor of Law, National Chung Hsing University
<b>Working experience and occupation(s) during the past 10 years</b>	Chihlee University of Technology / chair professor Financial Supervisory Committee / chairman: responsible for the development, supervision, regulation, and examination of Taiwan financial markets and financial service enterprises. Taipei Exchange / chairman: responsible for the listing and trading of Small and Medium-sized Enterprises securities, securities firms auditing, Over-the-Counter derivatives, bond market and information systems, which provides the platform of capital access for Small and Medium-sized Enterprises companies and solid investment venue. Taiwan Depository & Clearing Corporation / chairman: responsible for the clearing and settlement of securities traded on Taiwan stock markets, including the Taiwan Stock Exchange and Taipei Exchange, and shareholder service jobs for listed companies in Taiwan.
<b>Shareholding interest in the listed issuer and its subsidiaries</b>	No
<b>Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries</b>	None
<b>Conflict of interest (including any competing business)</b>	None
<b>Undertaking (in the format set out in <u>Appendix 7.7</u>) under Rule 720(1) has been submitted to the listed issuer</b>	Yes
<b>Other Principal Commitments* Including Directorships</b>	
* "Principal Commitments" has the same meaning as defined in the Code#.	
# The Code of Corporate Governance, as from time to time amended, modified or supplemented.	
<b>Past (for the last 5 years)</b>	Taiwan High Speed Rail Corporation / independent director
<b>Present</b>	Steminent Biotherapeutics Inc. / independent director

	WT Microelectronics Co., Ltd. / independent director Energenesis Biomedical Co., Ltd. / independent director Hotung International Company Ltd. / director Chihlee University of Technology / chair professor Taipei Jinou Girls High School / director
<b>Information required under items (a) to (k) of Appendix 7.4.1 of SGX-ST Listing Manual</b>	The responses in respect of Mr. Kung-Wha Ding under items (a) to (k) of Appendix 7.4.1 of the SGX-ST Listing Manual are all "No".

1-2 Ms. Shih-Ping Chen

<b>Date of Appointment</b>	28 June 2019
<b>Date of last re-appointment (if applicable)</b>	19 April 2022
<b>Name of person</b>	Shih-Ping Chen
<b>Age</b>	72
<b>Country of principal residence</b>	Taiwan
<b>The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations, and the search and nomination process)</b>	The Board reviewed the background, skills and experiences of Ms. Shih-Ping Chen and following due deliberation, resolved that Ms. Shih-Ping Chen be proposed to be re-elected as a Director of the Company.
<b>Whether appointment is executive, and if so, the area of responsibility</b>	Non-Executive
<b>Job Title (e.g., Lead ID, AC Chairman, AC Member etc.)</b>	Non-Executive Director Member of Remuneration Committee
<b>Professional qualifications</b>	1976 - 1978 Master in International Business, University of South Carolina 1970 - 1974 Bachelor in Business Administration, National Chengchi University
<b>Working experience and occupation(s) during the past 10 years</b>	Nil
<b>Shareholding interest in the listed issuer and its subsidiaries</b>	No
<b>Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries</b>	None
<b>Conflict of interest (including any competing business)</b>	None
<b>Undertaking (in the format set out in <u>Appendix 7.7</u>) under Rule 720(1) has been submitted to the listed issuer</b>	Yes
<b>Other Principal Commitments* Including Directorships</b>	
* "Principal Commitments" has the same meaning as defined in the Code#.	
# The Code of Corporate Governance, as from time to time amended, modified or supplemented.	
<b>Past (for the last 5 years)</b>	Nil
<b>Present</b>	Hotung Venture Capital Corporation / director Huitung Investments (BVI) Limited / director
<b>Information required under items (a) to (k) of Appendix 7.4.1 of SGX-ST Listing Manual</b>	The responses in respect of Ms. Shih-Ping Chen under items (a) to (k) of Appendix 7.4.1 of the SGX-ST Listing Manual are all "No".

1-3 Ms. Tsui-Hui Huang

<b>Date of Appointment</b>	26 July 1997
<b>Date of last re-appointment (if applicable)</b>	17 April 2023
<b>Name of person</b>	Tsui-Hui Huang
<b>Age</b>	60
<b>Country of principal residence</b>	Taiwan
<b>The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations, and the search and nomination process)</b>	Taking into consideration the contributions made by Ms. Tsui-Hui Huang to the Group over the years, the Nominating Committee and the Board respectively recommends the re-appointment of Ms. Tsui-Hui Huang as Executive Chairman and CEO of the Group.
<b>Whether appointment is executive, and if so, the area of responsibility</b>	Executive Chairman and CEO of the Group
<b>Job Title (e.g., Lead ID, AC Chairman, AC Member etc.)</b>	Chairman, CEO and Executive Director Member of Nominating Committee
<b>Professional qualifications</b>	1986 – 1988 M.B.A. degree, Cornell University, U.S.A.

	1982 – 1986 B.A. degree in Business, National Taiwan University
<b>Working experience and occupation(s) during the past 10 years</b>	Chairman and CEO of the Group
<b>Shareholding interest in the listed issuer and its subsidiaries</b>	Please refer to the section entitled “Directors’ Statement” in the 2024 Annual Report. Ms. Tsui-Hui Huang also has a minor interest in the Company’s subsidiaries but since such interest is not material in nature, this has not been disclosed herein.
<b>Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries</b>	Ms. Tsui-Hui Huang, the Chairman, CEO and Executive Director of the Company, is the substantial shareholder of the Company, the Chairman of its principal subsidiaries and the spouse of another Director of the Company, Mr. Andy C.W. Chen.
<b>Conflict of interest (including any competing business)</b>	None
<b>Undertaking (in the format set out in <u>Appendix 7.7</u>) under Rule 720(1) has been submitted to the listed issuer</b>	Yes
<b>Other Principal Commitments* Including Directorships</b>	
* “Principal Commitments” has the same meaning as defined in the Code#.	
# The Code of Corporate Governance, as from time to time amended, modified or supplemented.	
<b>Past (for the last 5 years)</b>	IKALA Global Online Corp. / non-executive director Taiwan Venture Capital Association / chairman
<b>Present</b>	Chairman and CEO of the Group Tai Lung Capital Inc. / non-executive director Global Unichip Corporation / independent director T. H. Investments Co., Ltd. / chairman
<b>Information required under items (a) to (k) of Appendix 7.4.1 of SGX-ST Listing Manual</b>	The responses in respect of Ms. Tsui-Hui Huang under items (a) to (k) of Appendix 7.4.1 of the SGX-ST Listing Manual are all “No”.

1-4 Ms. Lan Yuan

<b>Date of Appointment</b>	17 April 2023
<b>Date of last re-appointment (if applicable)</b>	NA
<b>Name of person</b>	Lan Yuan
<b>Age</b>	69
<b>Country of principal residence</b>	Singapore
<b>The Board’s comments on this appointment (including rationale, selection criteria, board diversity considerations, and the search and nomination process)</b>	The Board reviewed the background, skills and experiences of Ms. Lan Yuan and following due deliberation, resolved that Ms. Lan Yuan be proposed to be re-elected as a Director of the Company.
<b>Whether appointment is executive, and if so, the area of responsibility</b>	Non-Executive
<b>Job Title (e.g., Lead ID, AC Chairman, AC Member etc.)</b>	Lead Independent Director Chairman of Audit Committee Member of Nominating Committee
<b>Professional qualifications</b>	1974 – 1978 B.A. in Accounting / Soochow University
<b>Working experience and occupation(s) during the past 10 years</b>	March 2000 – January 2020 Credit Suisse Singapore Position: managing director/Group Market Area Head, Greater China Founded and led the Singapore branch-based Greater China team, driving the strategic development and expansion of the private banking business. Built and managed a team of over 100 professionals, including relationship managers, assistant relationship managers, and administrative support staff. Spearheaded initiatives to grow the client base, enhance client engagement, and optimize team performance, establishing the team as a key hub for Greater China private banking services.
<b>Shareholding interest in the listed issuer and its subsidiaries</b>	No
<b>Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries</b>	None
<b>Conflict of interest (including any competing business)</b>	None
<b>Undertaking (in the format set out in <u>Appendix 7.7</u>) under Rule 720(1) has been submitted to the</b>	Yes



<b>listed issuer</b>	
<b>Other Principal Commitments* Including Directorships</b>	
* "Principal Commitments" has the same meaning as defined in the Code#.	
# The Code of Corporate Governance, as from time to time amended, modified or supplemented.	
<b>Past (for the last 5 years)</b>	Nil
<b>Present</b>	Nil
<b>Information required under items (a) to (k) of Appendix 7.4.1 of SGX-ST Listing Manual</b>	The responses in respect of Ms. Lan Yuan under items (a) to (k) of Appendix 7.4.1 of the SGX-ST Listing Manual are all "No".

Explanatory Note 2:

Ordinary Resolution 9 proposed in item 6 above, if passed, will authorize the Directors to (i) issue further shares during the Relevant Period (as defined in paragraph (E) of the Ordinary Resolution 9); and (ii) issue shares in pursuance of Instruments (as defined in paragraph (B) of the Ordinary Resolution 9) made or granted during the Relevant Period regardless whether such issuance of shares pursuant to the Instruments are made during the Relevant Period or after the expiry of the Relevant Period, up to an amount not exceeding 50% of the aggregate nominal amount of the share capital of the Company in issue (excluding treasury shares and subsidiary holdings) at the time this Ordinary Resolution 9 is passed, of which the aggregate nominal amount of the share capital to be allotted other than on a pro-rata basis to the existing members of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this Ordinary Resolution 9) shall not exceed 20% of the aggregate nominal amount of the share capital of the Company in issue (excluding treasury shares and subsidiary holdings) at the time this Ordinary Resolution 9 is passed.

For the purpose of determining the aggregate number of shares that may be issued, the percentage of shares shall be based on the issued share capital of the Company (excluding treasury shares and subsidiary holdings) at the time this Ordinary Resolution 9 is passed, after adjusting for (1) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards that are outstanding or subsisting when this Ordinary Resolution 9 is passed, provided that the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual; and (2) any subsequent bonus issue, consolidation or sub-division of shares.

This authority will, unless revoked or varied at a general meeting, expire at the conclusion of the next AGM or the expiration of the period within which the next AGM is required to be held, whichever is earlier; save and except that this authority extends to cover allotments and issuances of shares made after the end of the Relevant Period where such allotments and issuances of shares are made or granted pursuant to Instruments during the Relevant Period.

Explanatory Note 3:

Ordinary Resolution 10 proposed in item 7 above, if passed, will empower the Directors to buy-back Shares by way of On-Market Purchases and/or Off-Market Purchases in accordance with the terms and conditions set out in the Appendix. Please refer to the Appendix for additional information in relation to the Proposed Share Buy-back Mandate, which is a renewal of the mandate to empower the Directors to buy-back Shares first set out in the Company's appendix to the notice of AGM dated 1 April 2021 (approved by Shareholders on 16 April 2021), on the same terms and conditions.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 2025 AGM and/or any adjournment thereof, a member of the Company or a Depositor (i) consents to the collection, use and disclosure of the member's/Depositor'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 2025 AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 2025 AGM (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 (collectively, the "Purposes"), (ii) warrants that where the member/Depositor discloses the personal data of the member's/Depositor's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member/Depositor 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 or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, (iii) agrees that the member/Depositor will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's/Depositor's breach of warranty, and (iv) accepts and agrees that all personal data provided to the Company is subject to its privacy notice, which is available at the Company's website at the URL <https://www.hihl.com.sg>. The term "Depositor" has the meaning ascribed to it in Section 81SF of the Securities and Futures Act 2001 of Singapore, being an account holder or a depository agent but does not include a sub-account holder.