

CIRCULAR DATED 11 APRIL 2018

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. PLEASE READ IT CAREFULLY.

If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, accountant, solicitor or other professional adviser immediately. If you have sold or transferred all your Shares (as defined herein) represented by physical share certificate(s), you should immediately send this Circular, the Notice of Extraordinary General Meeting and the accompanying Proxy Form to the purchaser or transferee or to the bank, stockbroker or agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee.

This Circular has been prepared by Boldtek Holdings Limited (the “**Company**”) and its contents have been reviewed by the Company’s sponsor, PrimePartners Corporate Finance Pte. Ltd. (the “**Sponsor**”) for compliance with the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalist (the “**Catalist Rules**”). The Sponsor has not verified the contents of this Circular.

This Circular has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this Circular, including the accuracy, completeness or correctness of any of the information, statements or opinions made, or reports contained in this Circular.

The contact person for the Sponsor is Mr Joseph Au, Associate Director, Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).



BOLDTEK HOLDINGS LIMITED

(Company Registration No.: 201224643D)
(Incorporated in the Republic of Singapore)

CIRCULAR TO SHAREHOLDERS

in relation to

THE PROPOSED CHANGE OF AUDITORS

IMPORTANT DATES AND TIMES:

Last date and time for lodgement of Proxy Form	:	2 May 2018 at 3.00 p.m.
Date and time of Extraordinary General Meeting	:	4 May 2018 at 3.00 p.m.
Place of Extraordinary General Meeting	:	24 Kranji Road, Singapore 739465

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DEFINITIONS

In this Circular, the following definitions shall apply throughout unless otherwise stated:–

“ACRA”	:	Accounting and Corporate Regulatory Authority of Singapore
“Act” or “Companies Act”	:	The Companies Act (Chapter 50) of Singapore, as amended, supplemented or modified from time to time
“AGM”	:	The annual general meeting of the Company
“Audit Committee”	:	The audit committee of the Company, comprising Mr Pao Kiew Tee, Mr Chen Timothy Teck-Leng and Mr Foo Shiang Ping for the time being
“Auditors”	:	The auditors of the Company as appointed from time to time
“Board”	:	The board of Directors of the Company for the time being
“Catalist”	:	The sponsor-supervised listing platform of the SGX-ST
“Catalist Rules”	:	The SGX-ST Listing Manual Section B: Rules of Catalist, as amended, supplemented or modified from time to time
“CDP”	:	The Central Depository (Pte) Limited
“Circular”	:	This circular to Shareholders dated 11 April 2018
“Company”	:	Boldtek Holdings Limited
“Constitution”	:	The constitution of the Company as amended, supplemented or modified from time to time
“Director(s)”	:	Director(s) of the Company for the time being
“EGM”	:	The extraordinary general meeting of the Company to be held on 4 May 2018 at 3.00 p.m., notice of which is set out on pages 10 to 11 of this Circular
“FKT”	:	Messrs Foo Kon Tan LLP
“Group”	:	The Company and its subsidiaries, collectively
“Nexia TS”	:	Messrs Nexia TS Public Accounting Corporation
“Notice of EGM”	:	The notice of EGM as set out in pages 10 to 11 of this Circular
“Ordinary Resolution”	:	The ordinary resolution as set out on page 10 of this Circular

“Proposed Change of Auditors”	:	The proposed change of Auditors from Nexia TS to FKT
“SGX-ST”	:	Singapore Exchange Securities Trading Limited
“Share(s)”	:	Ordinary share(s) in the capital of the Company
“Shareholders”	:	Registered holders of the Shares, except that where the registered holder is CDP, the term “Shareholders” shall, in relation to such Shares and where the context admits, mean the persons named as Depositors in the Depository Register maintained by CDP whose Securities Accounts are credited with those Shares
“%” or “per cent.”	:	Per centum or percentage

The terms **“Depositor”**, **“Depository Agent”** and **“Depository Register”** shall have the meanings ascribed to them, respectively, in Section 81SF of the Securities and Futures Act (Chapter 289) of Singapore.

The terms **“subsidiary”** and **“substantial shareholder”** shall have the meaning ascribed to them respectively in the Companies Act and the Catalist Rules.

Words importing the singular shall, where applicable, include the plural and vice versa. Words importing the masculine gender shall, where applicable, include the feminine and neuter genders. References to persons shall, where applicable, include corporations.

Any reference to a time of day in this Circular shall be a reference to Singapore time unless otherwise stated. Any reference to any enactment is a reference to that enactment as for the time being amended or re-enacted.

Any term defined under the Act or the Catalist Rules, or any statutory modification thereof and used in this Circular shall, where applicable, have the meaning ascribed to it under the Act or the Catalist Rules, or such modification thereof, as the case may be, unless otherwise provided.

Any discrepancies in figures included in this Circular between the amounts listed and the totals thereof are due to rounding. Accordingly, figures shown as totals in this Circular may not be an arithmetic aggregation of the figures that precede them.

Any reference to a date and/or time of day in this Circular shall be a reference to Singapore time unless otherwise stated.

BOLDTEK HOLDINGS LIMITED

(Company Registration No.: 201224643D)

(Incorporated in the Republic of Singapore)

Directors:

Pao Kiew Tee (Non-Executive Chairman and Independent Director)
Phua Lam Soon (Chief Executive Officer)
Ong Siew Eng (Executive Director)
Ng Kok Seng (Executive Director)
Foo Shiang Ping (Non-Executive Director)
Chen Timothy Teck-Leng (Independent Director)

Registered Office:

24 Kranji Road
Singapore 739465

11 April 2018

To: The Shareholders of Boldtek Holdings Limited

Dear Shareholders,

1. INTRODUCTION

The purpose of this Circular is to provide Shareholders with information relating to the Proposed Change of Auditors, and to seek approval from the Shareholders in respect of the same at the EGM, to be held on 4 May 2018 at 3.00 p.m., the notice of which is set out on pages 10 to 11 of this Circular.

2. THE PROPOSED CHANGE OF AUDITORS

2.1 Background and Rationale

The Company's current Auditors, Nexia TS, has been the Auditors since the financial year ended 30 June 2013. Nexia TS was re-appointed as Auditors at the last AGM held on 27 October 2017 to hold office until the conclusion of the next AGM.

The Board is of the view that as a matter of good corporate governance, it would be appropriate to periodically rotate Auditors. The Board believes that a change of Auditors may enable the Company to benefit from fresh perspectives and the views of another professional audit firm and further enhance the value of the audit. As such, it would be timely to rotate and effect a change of external Auditors and to seek a fee quotation from another major international audit firm for the audit of the Company's financial statements for the financial year ending 30 June 2018.

Following a review of the fee quotation and proposed audit plans from FKT and in consultation with the Audit Committee, and having considered that the fee proposal provided by FKT is reasonably competitive, the Board has accepted the Audit Committee's recommendation for the appointment of the FKT subject to the approval of the Shareholders at the EGM.

On 5 March 2018, Nexia TS informed the Company, among others, that Nexia TS had applied to ACRA to seek its consent to resign as Auditors. On 21 March 2018, Nexia TS received a letter from ACRA consenting to the resignation of Nexia TS as Auditors. Subsequently, Nexia TS had, on 23 March 2018, provided the Company with their notice of resignation dated 23 March 2018 stating, among others, the reasons for their resignation as Auditors ("**Written Statement**"). A copy of the Written Statement is set out in the Appendix to this Circular.

In accordance with Section 205AB(5) of the Act and the written approval from ACRA, the resignation of Nexia TS as Auditors took effect on 23 March 2018.

FKT had on 28 March 2018, given their written consent to be appointed as the new Auditors, subject to approval of Shareholders for the Proposed Change of Auditors at the EGM.

Pursuant to Rule 712(3) of the Catalist Rules and Section 205AF of the Act, the appointment of FKT as Auditors in place of Nexia TS must be specifically approved by Shareholders in a general meeting. The appointment of FKT as Auditors will therefore take effect upon approval of the same by Shareholders at the EGM and, if appointed, FKT will hold office until the conclusion of the next AGM.

The Board would like to take this opportunity to express its gratitude to Nexia TS for the past services rendered by Nexia TS.

2.2 Information on FKT and the audit engagement partner

About FKT

Established in 1968, FKT has advanced from a traditional public accounting firm to one delivering a full range of services tailored to the needs of privately held businesses and public interest entities. Foo Kon Tan LLP is registered with ACRA (Registration number: T10LL0002B and Registration date: 01/01/2010) and is one of Singapore's top audit firms. FKT has experience in both the private and public sectors across a variety of industries, including real estate and construction which the Group is principally engaged in. In addition, many of FKT's clients are listed on the SGX-ST as well as in other international capital markets.

With experience in both the private and public sectors across a variety of industries, FKT's professionals are intended to serve their clients as independent auditors, advising on funding businesses, on tax issues, and on restructuring of business, meeting clients' objectives through practical solutions based on their practice values of integrity, reliability and personal attention. In August 2015, FKT LLP became a principal member of HLB International, one of the leading global accountancy networks with presence in more than 130 countries. FKT LLP has 20 partners and directors, with about 300 staff who are professionals providing audit, tax and business advisory services. For more information about FKT, please visit www.fookontan.com.

For the audit of the Group, FKT's engagement team has six professionals, comprising three audit associates, one senior associate, one senior manager and one senior partner. In addition, the engagement will be reviewed by a concurring partner and an independent quality control reviewer.

About the audit engagement partner

Mr Robin Chin Sin Beng will be the audit engagement partner assigned to the audit of the Group.

He has more than thirty (30) years of audit experience and has been an Audit Partner at FKT LLP since 1991. He is a practising member of the Institute of Singapore Chartered Accountants and a public accountant registered with ACRA. He is also a fellow member of the Institute of Chartered Accountants in England & Wales and holds a Master's degree in Applied Finance from Macquarie University. As the International Business Centre (IBC) director, he provides comprehensive support and guides the firm's international as well as Singapore based clients desiring to expand overseas. He is involved in various aspects of

assurance advisory with a special focus on financial investigations. He has conducted significant financial investigations for both local and overseas clients both listed as well as privately held businesses. In addition to his duties as the director of IBC, he is also principally responsible for the firm's People and Culture policy matters.

2.3 Compliance with Rule 712 of the Catalist Rules

FKT is registered with ACRA. The Board, having considered various factors including, *inter alia*, the fee structure, the size and complexity of the Group, the adequacy of resources of FKT, the experience of the firm and the audit engagement partner, the other audit engagements of FKT, the number and expertise of the supervisory and professional staff to be assigned to the audit of the financial statements of the Group and FKT's proposed audit arrangements of the Group, is of the opinion that FKT will be able to meet the audit requirements of the Group and that Rules 712(1) and 712(2) of the Catalist Rules have been complied with.

In accordance with the requirements of Rule 712(3) of the Catalist Rules:–

- (a) Nexia TS has confirmed, by way of their letter dated 23 March 2018, that they are not aware of any professional reasons why FKT should not accept appointment as the new Auditors;
- (b) The Company confirms that there were no disagreements with Nexia TS on accounting treatments within the last twelve (12) months;
- (c) The Company confirms that it is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of Shareholders and which has not been disclosed in this Circular;
- (d) The specific reasons for the Proposed Change of Auditors are disclosed in paragraph 2.1 above. The Proposed Change of Auditors is not due to the dismissal of Nexia TS, or due to Nexia TS declining to continue to serve as the auditors of the Company; and
- (e) The Company confirms that it is in compliance with Rules 712 and 715 of the Catalist Rules in relation to the appointment of FKT as its new Auditors.

2.4 Compliance with Rule 715 of the Catalist Rules

Following Shareholders' approval of the Proposed Change of Auditors, FKT will become the auditors of the Company and of the Singapore-incorporated subsidiaries of the Company in place of Nexia TS.

FKT will be appointed to conduct an audit on the consolidated financial statements of the Company and the financial statements of its subsidiaries incorporated in Singapore.

There will be no change in Auditors to the Company's foreign incorporated subsidiaries in Malaysia namely, Le Premier Development Sdn Bhd and CCL Precast (M) Sdn Bhd. These two entities will continue to be audited by C.H. Teo & Co. as disclosed in the annual report of the Company for the financial year ended 30 June 2017.

3. AUDIT COMMITTEE RECOMMENDATION

The Audit Committee has reviewed the Proposed Change of Auditors and recommended the Proposed Change of Auditors by the Company to FKT after taking into account the suitability and independence of FKT to meet audit requirements of the Group, the various factors set out in paragraph 2 of this Circular and compliance with the requirements of the Catalist Rules.

4. DIRECTORS' RECOMMENDATION

Having fully considered the rationale and benefit of the Proposed Change of Auditors and the Audit Committee's Recommendation, the Directors are of the opinion that the Proposed Change of Auditors is in the best interests of the Company and Shareholders and accordingly recommend that Shareholders vote in favour of the Ordinary Resolution in respect of the Proposed Change of Auditors to be proposed at the EGM.

5. EXTRAORDINARY GENERAL MEETING

The EGM, notice of which is set out on pages 10 to 11 of this Circular, will be held at 24 Kranji Road, Singapore 739465 on 4 May 2018 at 3.00 p.m. for the purpose of considering and, if thought fit, passing, with or without modification the Ordinary Resolution set out in the Notice of EGM.

6. ACTION TO BE TAKEN BY SHAREHOLDERS

Shareholders who are unable to attend the EGM and who wish to appoint a proxy or proxies to attend and vote on their behalf should complete, sign and return the proxy form attached to the Notice of EGM in accordance with the instructions printed therein as soon as possible and, in any event, so as to arrive at the registered office of the Company at 24 Kranji Road, Singapore 739465, not later than 48 hours before the time fixed for the EGM. The appointment of a proxy or proxies by a Shareholder does not preclude him from attending and voting in person at the EGM if he so wishes in place of the proxy.

A Depositor shall not be regarded as a Shareholder entitled to attend the EGM and to speak and vote thereat unless his name appears on the Depository Register maintained by CDP at least 72 hours before the time fixed for the EGM.

7. DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS' INTERESTS

None of the Directors or substantial Shareholders have any interest, whether direct or indirect (other than through their respective shareholding interests in the Company) in the Proposed Change of Auditors.

8. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Circular and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this Circular constitutes full and true disclosure of all material facts about the Proposed Change of Auditors, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement herein misleading.

Where information in this Circular has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Circular in its proper form and context.

9. DOCUMENTS FOR INSPECTION

Copies of the following documents are available for inspection during normal office hours, on any weekday (public holidays excepted), at the registered office of the Company at 24 Kranji Road, Singapore 739465 from the date of this Circular up to the date of the EGM:–

- (a) the Constitution;
- (b) the letter from ACRA consenting to the resignation of Nexia TS as Auditors dated 21 March 2018;
- (c) the professional clearance letter issued by Nexia TS to FKT dated 23 March 2018;
- (d) the letter of consent to act as Auditors dated 28 March 2018 from FKT; and
- (e) the annual report of the Company for the financial year ended 30 June 2017.

Yours faithfully
For and on behalf of the Board of Directors of
BOLDTEK HOLDINGS LIMITED

Phua Lam Soon
Chief Executive Officer

APPENDIX – WRITTEN STATEMENT



23 March 2018

The Board of Directors
Boldtek Holdings Limited
24 Kranji Road
Singapore 739465

Dear Sirs

BOLDTEK HOLDINGS LIMITED

We hereby give notice to resign as auditor of Boldtek Holdings Limited. Accordingly, we withdraw our consent to act in this capacity.

Our resignation is as a result of the Company's decision to discontinue Nexia TS Public Accounting Corporation as the Company's view is that a change of auditors may enable the Company to benefit from fresh perspective and the views of another professional audit firm and further enhance the value of the audit.

We would like to place on record our thanks for the opportunity to have worked with your organisation. Should there be any occasion where we can be of service to you in any other capacity, we look forward to hearing from you.

Yours faithfully

Nexia TS Public Accounting Corporation

BOLDTEK HOLDINGS LIMITED

(Company Registration No. 201224643D)

(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (“**EGM**”) of Boldtek Holdings Limited (the “**Company**”) will be held at 4 on May 2018 at 3.00p.m., for the purpose of considering and, if thought fit, passing (with or without any modifications) the following ordinary resolution:–

*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 11 April 2018 (“**Circular**”) to shareholders of the Company.*

ORDINARY RESOLUTION

THE PROPOSED CHANGE OF AUDITORS

That:

- (a) Messrs Foo Kon Tan LLP (“**FKT**”) be and is hereby appointed as Auditors in place of Messrs Nexia TS Public Accounting Corporation (“**Nexia TS**”) to hold office until the conclusion of the next annual general meeting of the Company at a fee to be agreed between the Directors and FKT.
- (b) the Directors of the Company and each of them be and are hereby authorised to do all such acts and things (including, without limitation, executing all such documents as may be required) as they or he may consider expedient or necessary or in the interests of the Company to give effect to the Proposed Change of Auditors and/or this Resolution.

Notes to the Resolution:–

- (a) *Nexia TS has confirmed, by way of their letter dated 23 March 2018, that they are not aware of any professional reasons why FKT should not accept appointment as the new Auditors.*
- (b) *The Company confirms that there were no disagreements with Nexia TS on accounting treatments within the last twelve (12) months.*
- (c) *The Company confirms that it is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of Shareholders and which has not been disclosed in this Circular.*
- (d) *The specific reasons for the Proposed Change of Auditors are disclosed in paragraph 2.1 of the Circular. The Proposed Change of Auditors is not due to the dismissal of Nexia TS, or due to Nexia TS declining to continue to serve as the Auditors.*
- (e) *The Company confirms that it is in compliance with Rules 712 and Rule 715 of the Listing Manual in relation to the appointment of FKT as its new Auditors.*

BY ORDER OF THE BOARD

Phua Lam Soon
Chief Executive Officer
11 April 2018

Notes:-

1. (a) A member (otherwise than 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 more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.
- (b) 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 him (which number and class of share shall be specified).

“Relevant intermediary” has the meaning ascribed to it in Section 181 of the Companies Act, Chapter 50.

2. A proxy need not be a member of the Company.
3. An instrument appointing a proxy must be deposited at the registered office of the Company at 24 Kranji Road, Singapore 739465, not less than 48 hours before the time for holding the EGM or any adjournment thereof. A Depositor’s name must appear in the Depository Register maintained by the Central Depository (Pte) Limited not less than 72 hours before the time appointed for the holding of the EGM in order for him to be entitled to vote at the EGM.
4. Where a member appoints two (2) proxies, he shall specify the percentage of his shares to be represented by each proxy and if no percentage is specified, the first named proxy shall be deemed to represent 100 per cent. (100%) of his shareholding and the second named proxy shall be deemed to be an alternate to the first named.

PERSONAL DATA PRIVACY: By submitting an instrument appointing a proxy(ies) and/or representatives 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.

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BOLDTEK HOLDINGS LIMITED

(Company Registration No. 201224643D)
(Incorporated in the Republic of Singapore)

PROXY FORM

(Please see notes overleaf before completing this Form)

IMPORTANT

1. An investor who holds shares under the Supplementary Retirement Scheme ("SRS Investors") may attend and cast his vote(s) at the EGM in person. SRS Investors who are unable to attend the EGM but would like to vote may inform their SRS Approved Nominees to appoint the chairman of the EGM to act as their proxy, in which case, the SRS Investors shall be precluded from attending the EGM.
2. 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.
3. Please read the notes to this proxy form.

I/We _____ (Name), _____ (NRIC/Passport No.)

of _____ (Address)

being a member/members of Boldtek Holdings Limited (the "Company"), hereby appoint:

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

and/or (delete as appropriate)

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

or failing the person, or either or both of the persons, referred to above, the Chairman of the extraordinary general meeting ("EGM") of the Company as my/our proxy/proxies to vote for me/us on my/our behalf at the EGM to be held at 24 Kranji Road, Singapore 739465 on 4 May 2018 at 3.00p.m. and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for or against the resolution proposed at the EGM as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the EGM and at any adjournment thereof, the proxy/proxies will vote or abstain from voting at his/her discretion.

The resolution put to the vote of the EGM shall be decided by way of poll.

No.	Resolution relating to:	No. of Votes For*	No. of Votes Against*
1	To approve the Proposed Change of Auditors		

* If you wish to exercise all your votes "For" or "Against", please tick (✓) within the box provided. Alternatively, please indicate the number of votes as appropriate.

Dated this _____ day of _____ 2018

Total number of shares held in:	
(a) CDP Register	
(b) Register of Members	

Signature(s) of Shareholder(s)
and, Common Seal of Corporate Shareholder

*Delete where inapplicable



Notes: –

1. Please insert the total number of 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, Chapter 289 of Singapore, 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, the instrument appointing a proxy or proxies shall be deemed to relate to all the shares held by you.
2. (a) A member (otherwise than 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 more than one (1) proxy, the appointments shall be invalid unless he/she specifies the proportion of the shareholding (expressed as a percentage of the whole) to be represented by each proxy.

(b) 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 him (which number and class of share shall be specified)

“Relevant intermediary” has the meaning ascribed to it in Section 181 of the Companies Act, Chapter 50 of Singapore.

3. A proxy need not be a member of the Company.
4. Completion and return of this instrument appointing a proxy shall not preclude a member from attending and voting at the EGM. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the EGM in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy to the EGM.
5. The instrument appointing a proxy or proxies must be deposited at the registered office of the Company at 24 Kranji Road, Singapore 739465 not less than forty-eight (48) hours before the time appointed for the EGM in accordance with the instructions stated herein.
6. The instrument appointing a proxy or proxies must be under the hand of the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed under its common seal or under the hand of its attorney or a duly authorised officer. Where the instrument appointing a proxy or proxies is executed by an attorney on behalf of the appointor, the letter or 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.
7. A corporation that is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the meeting, in accordance with Section 179 of the Companies Act, Chapter 50 of Singapore.
8. The Company shall be entitled to reject an instrument of proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the instrument of proxy. In addition, in the case of shares entered in the Depository Register, the Company may reject an instrument of proxy if the member, being the appointor, is not shown to have shares against his name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the meeting, as certified by The Central Depository (Pte) Limited to the Company. A Depositor shall not be regarded as a member of the Company entitled to attend the meeting and to vote thereat unless his name appears on the Depository Register seventy-two (72) hours before the time appointed for the meeting.

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) 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.