

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Revez Corporation Ltd (the “**Company**”) will be convened and held by electronic means on Thursday, 25 June 2020 at 2.00 p.m. to transact the following business:

AS ROUTINE BUSINESS

1. To receive and consider the Directors’ Statement and Audited Financial Statements of the Company for the financial year ended 31 December 2019 together with the Auditor’s Report thereon. **Resolution 1**

2. To re-elect Ms Lim Choon Noi, who is retiring pursuant to Regulation 117 of the Constitution of the Company, as a Director of the Company. **Resolution 2**

Ms Lim Choon Noi shall, upon re-election as a Director, remain as the Chairman of the Audit and Risk Committee of the Company and as a member of the Nominating Committee of the Company. Ms Lim Choon Noi shall be considered independent for the purpose of Rule 704(7) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalyst (“**Catalist Rules**”).

3. To re-elect Mr Lim Kian Sing, who is retiring pursuant to Regulation 117 of the Constitution of the Company, as a Director of the Company. **Resolution 3**

4. To re-elect Mr Chang Yew Kong, who is retiring pursuant to Regulation 122 of the Constitution of the Company, as a Director of the Company. **Resolution 4**

Mr Chang Yew Kong shall, upon re-election as a Director, remain as the Chairman of the Remuneration Committee of the Company and as a member of the Audit and Risk Committee of the Company. Mr Chang Yew Kong shall be considered independent for the purpose of Rule 704(7) of the Catalyst Rules.

The information of the above-mentioned Directors as required under Rule 720(5) of the Catalyst Rules can be found under the section entitled “Corporate Governance Report” in the Annual Report 2019.

5. To approve Directors’ fees of up to S\$50,300 for the financial year ended 31 December 2019. **Resolution 5**

6. To approve Directors’ fees of up to S\$130,000 for the financial year ending 31 December 2020. **Resolution 6**

7. To re-appoint Messrs Moore Stephens LLP as Auditor of the Company and to authorise the Directors to fix their remuneration. **Resolution 7**

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AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolution as Ordinary Resolution, with or without amendment

8. **Authority to allot and issue Shares**

Resolution 8

That pursuant to Section 161 of the Companies Act, Cap. 50. and Rule 806 of the Catalist Rules, authority be and is hereby given to the Directors to allot and issue shares ("**Shares**") and convertible securities in the capital of the Company (whether by way of rights, bonus or otherwise) at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit provided that:-

- (i) the aggregate number of Shares and convertible securities to be issued pursuant to this Resolution does not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (ii) below), of which the aggregate number of Shares and convertible securities to be issued other than on a pro rata basis to existing shareholders of the Company does not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (ii) below);
- (ii) (subject to such manner of calculations as may be prescribed by the SGX-ST), for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (i) above, the percentage of the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed after adjusting for:-
 - (a) new Shares arising from the conversion or exercise of any convertible securities;
 - (b) new Shares arising from exercising share options or vesting of share awards, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and
 - (c) any subsequent bonus issue, consolidation or sub-division of Shares;provided such adjustments in sub-paragraphs (ii)(a) and (b) above are made in respect of new Shares arising from the conversion or exercise of any convertible securities, share options or share awards which were issued and are outstanding or subsisting at the time of passing of this Resolution;
- (iii) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution; and
- (iv) unless revoked or varied by the Company in a general meeting, the authority conferred by this Resolution shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.

[See Explanatory Note (i)]

- 9. To transact any other business which may be properly transacted at an Annual General Meeting.

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Explanatory Notes:

- (i) The proposed Resolution 8, if passed, will empower the Directors from the date of the above Annual General Meeting of the Company until the date of the next Annual General Meeting of the Company, to allot and issue Shares and convertible securities in the Company. The number of Shares and convertible securities which the Directors may allot and issue under Resolution 8 shall not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time of passing of Resolution 8. For allotment and issue of Shares and convertible securities other than on a pro-rata basis to all shareholders of the Company, the aggregate number of Shares and convertible securities to be allotted and issued shall not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time of passing of Resolution 8. This authority will, unless previously revoked or varied at a general meeting, expire at the next Annual General Meeting of the Company.

By Order Of the Board

GOH HOI LAI
Company Secretary

Date: 3 June 2020

Notes:

1. The Annual General Meeting ("AGM") is being convened, and will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020.
2. This Notice of AGM, the Annual Report 2019, the Letter to Shareholders dated 15 April 2020 and the Proxy Form may be accessed at the Company's website at www.revezcorp.com and/or SGXNet.
3. Due to the current COVID-19 situation and the related safe distancing measures in Singapore, a member will not be able to attend the AGM in person. Instead, alternative arrangements have been put in place to allow shareholders to participate at the AGM by:
 - (a) observing and/or listening to the AGM proceeding via "live" audio-visual webcast or "live" audio-only stream;
 - (b) submitting questions in advance of the AGM; and
 - (c) appointing the Chairman of the Meeting as proxy to attend, to speak and to vote on their behalf at the AGM

Please refer to the Appendix to the Notice of this AGM for the details of the steps for pre-registration, pre-submission of questions and voting at the AGM.

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4. Persons who hold shares through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), including SRS investors, and who wish to participate in the AGM by:

- (a) observing and/or listening to the AGM proceedings via “live” audio-visual webcast or “live” audio-only stream;
- (b) submitting questions in advance of the AGM; and/or
- (c) appointing the Chairman of the Meeting as proxy to attend, to speak and to vote on their behalf at the AGM,

should contact the relevant intermediary (which would include, in the case of SRS investors, their respective SRS Approved Bank) through which they hold such shares as soon as possible in order for the necessary arrangements to be made for their participation in the AGM.

SRS investors who wish to appoint the Chairman of the Meeting as proxy to approach their respective SRS operators to submit their votes by 6.00 p.m., 15 June 2020.

5. A member who wishes to submit an instrument of proxy appointing the Chairman of the Meeting as proxy must first download, complete and sign the proxy form, before scanning and sending it by email to agm.teame@boardroomlimited.com or deposited at the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower Singapore 048623, not less than 72 hours (i.e. by 2.00 p.m., 22 June 2020) before the time appointed for holding the AGM.

Members are strongly encouraged to submit completed proxy forms electronically via email to agm.teame@boardroomlimited.com to ensure that they are received by the Company by the stipulated deadline.

Shareholders should refer to the Appendix for further details on the appointment of the Chairman of the Meeting as proxy.

Personal Data Privacy

By submitting an instrument appointing a proxy(ies) and/or representatives to attend, speak and vote at the Annual General Meeting of the Company 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 Annual General Meeting of the Company (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting of the Company (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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APPENDIX

Steps for pre-registration, pre-submission of questions and voting at the AGM

NO.	STEPS	DETAILS
1.	Pre-registration	Shareholders must pre-register at the pre-registration website at https://revezcorp.com/invest-gm.html from 4 June 2020 at 9.00 a.m. till 22 June 2020 at 2.00 p.m. to enable the Company to verify their status as shareholders. Shareholders will be required to fill in their name, NRIC/Passport/Company Registration number, shareholding type, mobile number and email address during the pre-registration. Authenticated registrants will receive an email by 24 June 2020 at 12.00 p.m. which will contain a unique user ID and password, the link to access the "live" audio-visual webcast and a toll-free telephone number to access the "live" audio-only stream of the AGM proceeding (Confirmation Email). Registrants who do not receive the Confirmation Email by 24 June 2020 at 12.00 p.m. should contact Ms. Amanda Wang at +65 62912691 during office hours from 9.00 a.m. to 4.00 p.m., Monday to Friday.
2.	Submit questions for AGM in advance	Shareholders will not be able to ask questions at the AGM during the "live" audio-visual webcast or "live" audio-only stream, and therefore it is important for shareholders to submit their questions in advance of the AGM. Submission of questions. Shareholders can submit questions related to the resolutions to be tabled for approval at the AGM to the Chairman of the Meeting, in advance of the AGM, in the following manner: (a) by email to gm@revezcorp.com; or (b) by post to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower Singapore 048623. To ensure that questions are received by the Company by the stipulated deadline, shareholders are strongly encouraged to submit questions by email. When sending questions, shareholders should also provide their full name and NRIC/Passport/Company Registration No. for verification. Mobile phone numbers provided will help the Company to reach out more easily if clarification is required. Deadline to submit questions for AGM. All questions must be submitted by 6.00 p.m. on 17 June 2020. Addressing questions. The Company will endeavor to address substantial and relevant questions received from Shareholders. Answers to substantial and relevant questions will be published on the Company's website www.revezcorp.com and SGXNet by 19 June 2020. Minutes of AGM. The Company will publish the Minutes of the AGM on the Company's website and on SGXNet within one month from the conclusion of the AGM.

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NO.	STEPS	DETAILS
3.	Submit proxy forms to vote	Appointment of Chairman of the Meeting as proxy. Due to the current COVID-19 situation and related safe distancing measures in Singapore, a member will not be able to attend the AGM in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her proxy to attend, to speak and to vote on his/her behalf at the AGM if such member wishes to exercise his/her voting rights at the AGM. Specific voting instructions to be given. Where a member (whether individual or corporate) appoints the Chairman of the Meeting as his/her proxy, he/she must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid. Submission of proxy forms. A member who wishes to submit an instrument of proxy appointing the Chairman of the Meeting as proxy must first download, complete and sign the proxy form, before scanning and sending it by email to agm.teame@boardroomlimited.com or submitting it by post to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower Singapore 048623, not less than 72 hours (i.e. by 2.00 p.m., 22 June 2020) before the time appointed for holding the AGM. Members are strongly encouraged to submit completed proxy forms electronically via email to agm.teame@boardroomlimited.com to ensure that they are received by the Company by the stipulated deadline. SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective SRS operators to submit their votes by 6.00 p.m., 15 June 2020.
4.	"Live" audio-visual webcast at the AGM	The "live" audio-visual webcast, and telephone line to access the audio-only stream, will be opened from 1.50 p.m., 25 June 2020 onwards. However, AGM will commence at 2.00 p.m., 25 June 2020.