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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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### HIAP SENG ENGINEERING LTD (UNDER JUDICIAL MANAGEMENT)

(Incorporated in the Republic of Singapore)  
(Company Registration Number: 197100300Z)

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (the “**EGM**”) of Hiap Seng Engineering Ltd (Under Judicial Management) (the “**Company**”) will be held in person at Conference Room, 28 Tuas Crescent, Singapore 638719 on 2 February 2024 at 2.30 p.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

*All capitalised terms in this Notice of EGM which are not defined herein shall have the meanings ascribed to them in the circular to shareholders of the Company dated 18 January 2024 (the “**Circular**”).*

#### **ORDINARY RESOLUTION:**

THAT:

- (a) Foo Kon Tan LLP, having consented to act, be and are hereby appointed as auditors of the Company in place of PricewaterhouseCoopers LLP and to hold office until the conclusion of the next annual general meeting of the Company, at such remuneration and on such terms to be agreed between the Judicial Managers and/or the directors of the Company (as the case may be) and Foo Kon Tan LLP;
- (b) the Judicial Managers and other authorised representatives or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents 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 or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution and the Proposed Change of Auditors as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and
- (c) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by the Judicial Managers and other authorised representatives in connection with this resolution and the Proposed Change of Auditors be and are hereby approved, confirmed and ratified.

#### **HIAP SENG ENGINEERING LTD (JUDICIAL MANAGERS APPOINTED)**

##### **BY ORDER OF THE JUDICIAL MANAGERS**

Oon Su Sun and Lin Yueh Hung  
Joint and Several Judicial Managers  
18 January 2024

##### **BY ORDER OF THE BOARD**

Richard Tan Leau Kuee @ Tan Chow Kuee  
Executive Director and Chief Executive Officer  
18 January 2024

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## **PERSONAL DATA PRIVACY**

By lodging an instrument appointing a proxy(ies) and/or representative(s), a Shareholder (i) consents to the collection, use and disclosure of the Shareholder's personal data by the Company (and its agents) for the purpose of the processing and administration by the Company (and 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 (and its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the Shareholder discloses the personal data of the Shareholder's proxy(ies) and/or representative(s) to the Company (and its agents), the Shareholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (and its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the Shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Shareholder's breach of warranty.

## **IMPORTANT INFORMATION**

1. The EGM will be held in person at Conference Room, 28 Tuas Crescent, Singapore 638719.
2. As part of the Company's ongoing sustainability efforts and as the Company has opted for electronic dissemination, printed copies of the Circular will not be despatched to the Shareholders. Instead:
  - (a) electronic copies of the Circular will be available for download from SGXNet (<https://www.sgx.com/securities/company-announcements>) and the website of the Company ([www.hiapseng.com](http://www.hiapseng.com)). A Shareholder will need an internet browser and PDF reader to access and view the documents on these websites;
  - (b) only printed copies of this Notice of EGM, the Proxy Form and the Request Form will be despatched to Shareholders; and
  - (c) Shareholders who wish to request for a printed copy of the Circular to be sent to an address in Singapore by ordinary post or to a specified email address may do so by completing and returning the Request Form (which will be despatched to Shareholders and is also available on SGXNet (<https://www.sgx.com/securities/company-announcements>) and the website of the Company ([www.hiapseng.com](http://www.hiapseng.com))) in the following manner: (i) if submitted by post, to the Company c/o Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632; or (ii) if submitted electronically, via email to [info@hiapseng.com](mailto:info@hiapseng.com), in each case, by 26 January 2024.
3.
  - (a) A Shareholder (who is not a relevant intermediary) entitled to attend, speak and vote at the EGM is entitled to appoint not more than two (2) proxies to attend, speak and vote in his/her/its stead. Where such Shareholder's instrument appointing a proxy(ies) appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument (expressed as a percentage of a whole). If no percentage is specified, the first named proxy shall be deemed to represent 100 per cent of the shareholdings and the second named proxy shall be deemed to be an alternate to the first named proxy.
  - (b) A Shareholder who is a relevant intermediary is entitled to appoint more than two (2) proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such Shareholder. Where such Shareholder's instrument appointing a proxy(ies) appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument. In relation to a relevant intermediary who wishes to appoint more than two (2) proxies, it should annex to the Proxy Form the list of proxies, setting out, in respect of each proxy, the name, NRIC/Passport Number and proportion of shareholding (number of shares, class of shares and percentage) in relation to which the proxy has been appointed.

"Relevant intermediary" shall have the meaning ascribed to it in Section 181 of the Companies Act.
4. A proxy need not be a member of the Company. The Chairman of the EGM, as proxy, need not be a member of the Company.
5. **Submission of substantial and relevant questions in advance of the EGM.** Shareholders, including CPFIS Members and SRS Investors, can submit substantial and relevant questions related to the resolutions to be tabled for approval at the EGM to the Chairman of the EGM, in advance of the EGM, in the following manner:
  - (a) if submitted by post, lodged with the Company's registered office at 28 Tuas Crescent, Singapore 638719; and
  - (b) if submitted electronically, via email to [info@hiapseng.com](mailto:info@hiapseng.com),

in each case by **25 January 2024 (being seven (7) calendar days from the date of the Notice of the EGM)**. When sending in questions by post or email, please also include the following details: (a) full name; (b) full NRIC/FIN/Passport/Company Registration number; (c) address, contact number and email address; and (d) the manner in which the Shares are held (e.g. via CDP, CPF, SRS and/or scrip).

Shareholders (including CPFIS Members and SRS Investors) and, where applicable, appointed proxy(ies) can also ask live at the EGM substantial and relevant questions related to the resolution to be tabled for approval at the EGM by attending the EGM in person.

Please note that the Company will not be able to answer questions from persons who provide insufficient details to enable the Company to verify his/her/its status as Shareholders.

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The Company will endeavour to respond to substantial and relevant questions received by on the Proposed Change of Auditors no later than 72 hours prior to the closing date and time for the lodgement of the Proxy Form via an announcement on SGXNet (<https://www.sgx.com/securities/company-announcements>) and the website of the Company ([www.hiapseng.com](http://www.hiapseng.com)), or at the EGM.

The Company will, within one (1) month after the date of the EGM, publish the minutes of the EGM on SGXNet (<https://www.sgx.com/securities/company-announcements>) and the website of the Company ([www.hiapseng.com](http://www.hiapseng.com)), and the minutes will include the responses to the substantial and relevant questions which were addressed during the EGM.

6. The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:

- (a) if submitted by post, lodged with the Company's registered office at 28 Tuas Crescent, Singapore 638719; and
- (b) if submitted electronically, via email to [info@hiapseng.com](mailto:info@hiapseng.com),

in each case, by **2.30 p.m. on 31 January 2024 (not less than 48 hours before the time appointed for holding the EGM)**.

A Shareholder who wishes to submit an instrument appointing a proxy(ies) by post or via email can either download a copy of the Proxy Form from SGXNet (<https://www.sgx.com/securities/company-announcements>) or the website of the Company ([www.hiapseng.com](http://www.hiapseng.com)), and complete and sign the Proxy Form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

7. 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 Shareholder, being the appointor, is not shown to have shares entered against his/her/its name in the Depository Register as at 72 hours before the time appointed for holding the EGM (i.e. **2.30 p.m. on 30 January 2024**), as certified by CDP to the Company. A Depositor shall not be regarded as a Shareholder entitled to attend the EGM and vote thereat unless his/her/its name appears on the Depository Register 72 hours before the time appointed for the EGM.

8. CPFIS Members and SRS Investors:

- (a) may attend and cast their vote(s) at the EGM in person if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
- (b) may appoint the Chairman of the EGM as proxy to vote on their behalf at the EGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) business days before the EGM (i.e. by **2.30 p.m. on 24 January 2024**), and such CPFIS Members and/or SRS Investors shall be precluded from attending the EGM.