



VALLIANZ HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No. 199206945E)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting ("**EGM**") of Vallianz Holdings Limited ("**Company**") will be held at 1 HarbourFront Avenue #13-03 Keppel Bay Tower Singapore 098632 on 31 July 2023 at 11.00 a.m. (or immediately after the conclusion of the Annual General Meeting ("**AGM**") to be held at 10.00 a.m. on the same day) for the purpose of considering and, if thought fit, passing with or without modifications, the following ordinary resolution:

All capitalised terms in this Notice of EGM which are not defined herein shall have the same meaning as ascribed to them in the Company's circular dated 16 July 2023 ("**Circular**").

ORDINARY RESOLUTION 1:

PROPOSED ADDITION OF SHIPBUILDING SERVICES AS A RHC MANDATED TRANSACTION UNDER THE RHC IPT MANDATE

THAT:

- (a) approval be and is hereby given for the purposes of Chapter 9 of the Catalyst Rules of the SGX-ST, for the Group to include Shipbuilding Services as a RHC Mandated Transaction under the RHC IPT Mandate;
- (b) the Group may provide the Shipbuilding Services to the RHC Group, provided that such transactions are made on normal commercial terms, are not prejudicial to the interests of the Company and its minority Shareholders and are in accordance with the guidelines and review procedures for such IPTs;
- (c) the Shipbuilding Services, together with the existing RHC Mandated Transactions under the RHC IPT Mandate shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next annual general meeting of the Company; and
- (d) the Directors of the Company are hereby authorised to complete and do all such acts and things (including without limitation, execution of all such documents as may be required) as they and/or he may consider desirable, expedient or necessary or in the interest of the Company to give effect to the transactions contemplated and/or authorised by this resolution.

BY ORDER OF THE BOARD

Ling Yong Wah

Executive Director and CEO

16 July 2023

IMPORTANT NOTES:

1. The EGM will be held, in a wholly physical format, at 1 HarbourFront Avenue #13-03 Keppel Bay Tower Singapore 098632 on 31 July 2023 at 11.00 a.m. (or immediately after the conclusion or adjournment of the AGM of the Company to be held at 10.00 a.m. on the same day. Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies and representatives will be able to ask questions and vote at the EGM by attending the EGM in person. **There will be no option for shareholders to participate virtually.**
2. (a) A shareholder who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote at the EGM. Where such shareholder's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.
(b) A shareholder 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 such shareholder. Where such shareholder's form of proxy 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 form of proxy.
"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967.
3. A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the EGM as his/her/its proxy.
4. If the appointor is a corporation, the proxy must be executed under seal or the hand of its duly authorised officer or attorney.
5. The instrument appointing a proxy must be deposited to the Company by 11.00 a.m. on 29 July 2023 in the following manner:
(a) Post or submit personally to the Share Registrar's office at 80 Robinson Road, #11-02, Singapore 068898;
or
(b) Electronic mail to sg.is.proxy@tricorglobal.com.
6. CPF and SRS investors:
(a) may vote at the EGM 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 by 5.00 p.m. on 19 July 2023.
7. Shareholders, including CPF and SRS investors, may submit substantial and relevant questions related to the resolutions to be tabled for approval at the EGM in advance of the EGM:
(a) by post to the Company's registered office address, 1 HarbourFront Avenue, #06-08 Keppel Bay Tower, Singapore 098632; or
(b) via email to the Company at enquiries@vallianzholdings.com.
When submitting questions by post or via email, shareholders should also provide the following details: (i) the shareholder's full name; (ii) the shareholder's address; and (iii) the manner in which the shareholder holds shares in the Company (e.g., via CDP, CPF, SRS and/or scrip), for verification purposes. **All questions submitted in advance must be received by 24 July 2023.**
8. The Company will address all substantial and relevant questions received from shareholders by 24 July 2023 by publishing its responses to such questions on its corporate website and the SGX website at least 48 hours prior to the closing date and time for the lodgement/receipt of instruments appointing proxy(ies). The Company will respond to questions or follow-up questions submitted after 24 July 2023 either within a reasonable timeframe before the Annual General Meeting, or at the Annual General Meeting itself. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.
9. Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies and representatives may also ask questions related to the resolutions to be tabled for approval at the EGM, at the EGM itself.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing the Chairman of the Meeting as proxy to attend, speak and vote at the EGM and/or any adjournment thereof, a Shareholder of the Company (a) consents to the collection, use and disclosure of the Shareholder's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents or service providers) of the appointment of the Chairman of the Meeting as proxy 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.