

HOR KEW CORPORATION LIMITED

(Incorporated in the Republic of Singapore)

Company Reg. No. 199903415K

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Second Annual General Meeting (“AGM”) of Hor Kew Corporation Limited (the “Company”) will be held by way of electronic means on Friday, 30 April 2021 at 9.00 a.m. to transact the following business:-

AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and Audited Financial Statements for the financial year ended 31 December 2020 together with the Independent Auditor’s Report thereon. **Resolution 1**

2. To re-elect the following Directors who will retire by rotation pursuant to Article 91 of the Constitution of the Company and who, being eligible, will offer themselves for re-election:
 - (a) Ms Aw Ying Ying Elicia **Resolution 2**
 - (b) Dr. Low Seow Chay **Resolution 3**

Dr. Low Seow Chay will, upon re-election as a Director of the Company, continue to serve as Chairman of the Audit Committee and remain as a member of the Remuneration Committee and Nominating Committee. He will be considered independent for the purposes of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited.

3. That contingent upon the passing of Ordinary Resolution 3 above, shareholders to approve the continued appointment of Dr. Low Seow Chay as an Independent Director of the Company pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“Listing Manual”) which will take effect on 1 January 2022. **Resolution 4**
[See Explanatory Note (i)]

4. That contingent upon the passing of Ordinary Resolution 4 above, shareholders (excluding the Directors and Chief Executive Officer (“CEO”) of the Company, and associates of such Directors and CEO), to approve Dr. Low Seow Chay’s continued appointment as an Independent Director of the Company, pursuant to Rule 210(5)(d)(iii) of the Listing Manual which will take effect on 1 January 2022. **Resolution 5**
[See Explanatory Note (i)]

5. That shareholders to approve the continued appointment of Mr William Chew Yew Meng as an Independent Director of the Company pursuant to Rule 210(5)(d)(iii) of the Listing Manual which will take effect on 1 January 2022. **Resolution 6**
[See Explanatory Note (i)]

6. That contingent upon the passing of Ordinary Resolution 6 above, shareholders (excluding the Directors and CEO of the Company, and associates of such Directors and CEO), to approve Mr William Chew Yew Ming's continued appointment as an Independent Director of the Company pursuant to Rule 210(5)(d)(iii) of the Listing Manual which will take effect on 1 January 2022.
[See Explanatory Note (i)] **Resolution 7**
7. That shareholders to approve the continued appointment of Mr Lee Sen Choon as an Independent Director of the Company pursuant to Rule 210(5)(d)(iii) of the Listing Manual which will take effect on 1 January 2022.
[See Explanatory Note (i)] **Resolution 8**
8. That contingent upon the passing of Ordinary Resolution 8 above, shareholders (excluding the Directors and CEO of the Company, and associates of such Directors and CEO), to approve Mr Lee Sen Choon's continued appointment as an Independent Director of the Company pursuant to Rule 210(5)(d)(iii) of the Listing Manual which will take effect on 1 January 2022.
[See Explanatory Note (i)] **Resolution 9**
9. To approve the payment of Directors' fees of S\$87,750 for the financial year ended 31 December 2020 (2019: S\$97,500). **Resolution 10**
10. To re-appoint Baker Tilly TFW LLP as Independent Auditor of the Company and to authorise the Directors to fix its remuneration. **Resolution 11**
11. To transact any other ordinary business that may be transacted at an annual general meeting.

AS SPECIAL BUSINESS

12. To consider and, if thought fit, to pass, with or without modifications, the following resolution as an Ordinary Resolution:-

That pursuant to Section 161 of the Companies Act, Cap. 50 and the listing rules of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"), authority be and is hereby given to the Directors of the Company to:

- (1) (a) allot and issue shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or
- (b) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares;

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; and

Resolution 12

- (2) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors while this Resolution was in force,

provided that:

- (a) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50% of the total number of Issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (b) 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 (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (b) below);
- (b) (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 sub-paragraph (a) above, the percentage of issued Shares (excluding treasury shares and subsidiary holdings) shall be calculated based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Resolution is passed, after adjusting for:
- (i) new Shares arising from the conversion or exercise of convertible securities;
 - (ii) 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 SGX-ST Listing Rule; and
 - (iii) any subsequent bonus issue, consolidation or sub-division of Shares;

Adjustments in accordance with sub-paragraph (b)(i) or sub-paragraph (b)(ii) above are only to be made in respect of new Shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution;

- (c) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and

- (d) the authority conferred by this Resolution 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 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 (ii)]

By Order of the Board

Koh Geok Hoon, Judy (Ms)
Koh Ee Koon (Ms)
Joint Company Secretaries

Singapore
15 April 2021

Explanatory Notes:

- (i) Ordinary Resolutions 4 to 9 – On 6 August 2018, the Singapore Exchange Securities Trading Limited (“SGX-ST”) amended the Listing Manual following the publication of the Code of Corporate Governance 2018 (“CG Code 2018”) by the Monetary Authority of Singapore. As part of the amendments to the CG Code 2018, certain guidelines from the Code of Corporate Governance 2012 were shifted into the Listing Manual for mandatory compliance. On 28 November 2018, the SGX-ST issued the Transitional Practice Note 3 to establish transitional arrangements for certain guidelines shifted into the Listing Manual. Pursuant thereto and notwithstanding that Rule 210(5)(d)(iii) of the Listing Manual has yet to take effect, to ensure that the independence designation of a Director who has served for more than 9 years, as at and from 1 January 2022, is not affected, the Company is seeking to obtain shareholders’ approvals for the continued appointment of Dr. Low Seow Chay, Mr William Chew Yew Meng and Mr Lee Sen Choon as Independent Directors prior to 1 January 2022, as they have served for more than 9 years on the Board of the Company.

Rule 210(5)(d)(iii) provides that the continued appointment as Independent Director, after an aggregate period of more than 9 years on the Board, must be sought and approved in separate resolutions by (a) all shareholders and (b) shareholders excluding Directors, CEO, and their associates. Consequently, upon the passing of Ordinary Resolution 3 for Dr. Low Seow Chay and subject to the passing of Ordinary Resolutions 4 and 5 (for Dr. Low Seow Chay), Ordinary Resolutions 6 and 7 (for Mr William Chew Yew Meng) and Ordinary Resolutions 8 and 9 (for Mr Lee Sen Choon), they will continue to serve as Independent Directors of the Company, until the earlier of their retirement or resignation; or the conclusion of the third annual general meeting following the passing of Ordinary Resolutions 4 to 9.

- (ii) Ordinary Resolution 12 – The Resolution, if passed, will empower the Directors from the date of this AGM until the next annual general meeting, to allot and issue new shares and/or convertible securities in the Company up to a number not exceeding in total 50% of the issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company for the time being for such purposes as they consider would be in the interest of the Company, provided that the aggregate number of shares to be issued other than on a pro rata basis to existing shareholders pursuant to this Resolution shall not exceed 20% of the issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company for the time being, calculated as described in the Resolution.

Notes:

1. The AGM (the “**Meeting**”) is being convened, and will be held, by way of 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. Printed copies of this Notice of AGM, the proxy form and Annual Report 2020, will not be sent to members. The electronic copies of the Notice of AGM, Proxy Form and the Annual Report 2020 are also made available on the SGX website at the URL <http://www.sgx.com/securities/company-announcements>.
2. Alternative arrangements relating to attendance at the Meeting via “live” webcast, submission of questions in advance of the Meeting, addressing of substantial and relevant questions at the Meeting and voting by appointing the Chairman of the Meeting as proxy at the Meeting, are set out in the accompanying section entitled “Additional Arrangements Announcement” of this Notice. For the avoidance of doubt, the aforesaid section is circulated together with and forms part of this Notice in respect of the Meeting.
3. Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the Meeting in person. If a member (whether individual or corporate) wishes to exercise his/her/its voting rights at the Meeting, he/she/it must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the Meeting. In appointing the Chairman of the Meeting as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstention from voting, in the proxy form, failing which the appointment will be treated as invalid.
4. The Chairman of the Meeting, as proxy, need not be a member of the Company.
5. The instrument appointing the Chairman of the Meeting as proxy, together with the power of attorney or other authority under which it is signed (if applicable) or a notarially certified copy thereof, must:
 - (a) if sent personally or by post, be lodged at the office of the Company’s Share Registrar, In.Corp Corporate Services Pte. Ltd. at 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712; or
 - (b) if submitted by email, be received by the Company at michael_soh@horkew.com.sg.

in either case, by 9.00 a.m. on 28 April 2021 (being not less than forty-eight (48) hours before the time appointed for holding the Meeting) (or at any adjournment thereof) and in default the instrument of proxy shall not be treated as valid.

CPF or SRS investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the AGM (i.e. by 9.00 a.m. on 21 April 2021) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf by the cut-off date.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.

6. The instrument appointing the Chairman of the Meeting as proxy must be under the hand of the appointor or on his/her attorney duly authorized in writing. Where the instrument appointing the Chairman of the Meeting as proxy is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or duly authorised officer, failing which the instrument of proxy may be treated as invalid.
7. A corporation which is a member may authorize 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.

Personal Data Privacy:

By (a) submitting an instrument appointing the Chairman of the Meeting as proxy to attend, speak and vote at the Meeting and/or any adjournment thereof, or (b) submitting details for the registration to observe the proceedings of the Meeting via “live” webcast or (c) submitting any question prior to the Meeting in accordance with this Notice, a member consents to the collection, use and disclosure of the member’s personal data by the Company (or its agents or service providers) for the following purposes:

- (i) processing and administration by the Company (or its agents) of proxy forms appointing the Chairman of the Meeting as proxy for the Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the Meeting (including any adjournment thereof);
- (ii) processing of the registration for purpose of granting access to members (or their corporate representatives in the case of members which are legal entities) to the “live” webcast to observe the proceedings of the Meeting and providing them with any technical assistance where necessary;
- (iii) addressing substantial and relevant questions from members received before the Meeting and if necessary, following up with the relevant members in relation to such questions;
- (iv) preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the Meeting (including any adjournment thereof); and
- (v) (enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines by the relevant authorities.

Photographic, sound and/or video recordings of the Meeting may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the Meeting. Accordingly, the personal data of a member (such as his name, his presence at the Meeting and any questions he may raise or motions he may propose/second) may be recorded by the Company for such purpose.