

ES GROUP (HOLDINGS) LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 200410497Z)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (the “**EGM**”) of the shareholders (the “**Shareholders**”) of ES Group (Holdings) Limited (the “**Company**”) will be held at 10 Kwong Min Road, Singapore 628712 on 29 April 2026 at 3 p.m. (or as soon thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 2 p.m. at the same venue on the same day) for the purposes of considering and, if thought fit, passing (with or without modifications) the following resolution:

*Unless otherwise defined or the context otherwise requires, all capitalised terms herein shall bear the same meanings as used in the circular dated 14 April 2026 issued by the Company (the “**Circular**”).*

ORDINARY RESOLUTION – THE PROPOSED ADOPTION OF THE DISPOSAL MANDATE FOR THE PROPOSED DISPOSAL OF VESSELS

THAT:

- (a) approval be and is hereby given, for the purpose of Chapter 10 of the Catalist Rules, for the Group to dispose of the Vessels to the extent mandated and according to the terms under the Disposal Mandate as described in the Circular (the “**Proposed Disposal**”); and
- (b) the Directors and any of them be and are hereby authorised to do all acts and things (including without limitation, executing all such documents and approving any amendments, alterations, or modifications to any such documents as may be required in connection with the Proposed Disposal) as they or each of them deem desirable, necessary or expedient to give effect to the matters referred to in the above paragraph of this ordinary resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Group.

By Order of The Board

Hon Wei Ling
Company Secretary
14 April 2026

Notes:

1. The EGM will be held, in a wholly physical format, at 10 Kwong Min Road, Singapore 628712 on Wednesday, 29 April 2026 at 3 p.m. (or as soon thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 2 p.m. at the same venue on the same day). **There will be no option for Shareholders to participate virtually.**
2. Printed copies of the Circular (including this Notice of EGM and the accompanying Proxy Form) will be sent to members of the Company. These documents have also been published and may be accessed on the SGXNet at <https://www.sgx.com/securities/company-announcements> and on the Company's corporate website at http://www.esgroup.com.sg/html/ir_overview.php.
3. A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote in his/her/its stead at the EGM. Where such member's Proxy Form appoints two (2) proxies, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the Proxy Form.
4. A member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote in his/her/its stead at the EGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's Proxy Form appoints more than one (1) proxy, the number and class of shares in relation to which each proxy has been appointed shall be specified in the Proxy Form.

"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967.

5. A proxy need not be a member of the Company.
6. A member of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf.
7. A member may appoint the Chairman of the EGM as his/her/its proxy, but this is not mandatory. The Chairman of the EGM, as proxy, need not be a member of the Company.

If a member wishes to appoint the Chairman of the EGM as proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstention from voting on, the resolution in the Proxy Form appointing the Chairman of the EGM as proxy. If no specific direction as to voting or abstention from voting in respect of the resolution in the Proxy Form is given, the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.

8. The Proxy Form, together with the power of attorney or other authority (if any) under which it is signed, or a notarial certified copy thereof, must be submitted to the Company in the following manner:
 - (a) if submitted personally or by post, be lodged at the Company's registered office at ES Group (Holdings) Limited, 8 Ubi Road 2, #06-26 Zervex, Singapore 408538; or
 - (b) if submitted electronically, be sent via email and received by the Company at general@esgroup.com.sg,

in either case, by 3 p.m. on 27 April 2026 (being not less than forty-eight (48) hours before the time appointed for holding the EGM) and in default the Proxy Form for the EGM shall not be treated as valid.

9. The Proxy Form must be under the hand of the appointor or his/her attorney duly authorised in writing. Where the Proxy Form 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 Proxy Form may be treated as invalid. Where the Proxy Form is signed on behalf of the appointor by an attorney, the power of attorney or other authority, or a duly certified copy thereof must (failing previous registration with the Company), if the Proxy Form is submitted personally or by post, be lodged with the Proxy Form or, if the Proxy Form is submitted electronically via email, be emailed with the Proxy Form, failing which the Proxy Form may be treated as invalid.
10. The Company shall be entitled to reject the Proxy Form if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the Proxy Form.
11. Supplementary Retirement Scheme ("SRS") investors:
 - (a) may attend and cast his/her vote(s) at the EGM if they are appointed as proxies by their respective SRS Operators, and should contact their respective 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 SRS Operators to submit their votes by 3 p.m. on 17 April 2026, being at least seven (7) working days before the date of the EGM.

12. Members may raise substantial and relevant questions related to the resolution to be tabled for approval at the EGM, at the EGM itself.

13. Members may also submit substantial and relevant questions related to the resolution to be tabled for approval at the EGM in advance of the EGM by 3 p.m. on 22 April 2026 (the "**Cut-Off Time**"), in the following manner:

- (a) if submitted by post, be deposited at the Company's registered office at ES Group (Holdings) Limited, 8 Ubi Road 2, #06-26 Zervex, Singapore 408538; or
- (b) if submitted electronically, be sent via email and received by the Company at general@esgroup.com.sg,

and providing their personal particulars as follows: (a) full name (for individuals) / company name (for corporate entities) as per The Central Depository (Pte) Limited (“**CDP**”)/SRS Account records; (b) the last 4 alphanumeric characters of their NRIC or Passport number (for individuals) / Company Registration Number (for corporate entities); (c) number of shares held; (d) contact number; (e) email address; and (f) shareholding type (e.g. via CDP, SRS, depository agent or corporate shareholder).

14. Persons who hold shares in the Company through relevant intermediaries (pursuant to Section 181(1C) read with Section 181(6) of the Companies Act 1967), such as SRS investors, should approach their respective agents, such as SRS Operators, sufficiently in advance so that their respective agents may submit their substantial and relevant questions related to the resolutions to be tabled for approval at the EGM by the Cut-Off Time and have their substantial and relevant questions addressed.
15. The Company will provide its responses to all substantial and relevant questions related to the resolution to be tabled for approval at the EGM received from Shareholders by the Cut-Off Time by publishing the responses to these questions on (a) the SGXNet at <https://www.sgx.com/securities/company-announcements>; and (b) the Company’s corporate website at http://www.esgroup.com.sg/html/ir_overview.php by 3 p.m. on 24 April 2026, being not less than forty-eight (48) hours before the closing date and time for the lodgment of the Proxy Form. The Company will also address any subsequent clarifications sought, or follow-up questions in respect of such substantial and relevant questions during the EGM. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed. The minutes of the EGM will be published on SGXNet within one (1) month after the date of the EGM.
16. A Depositor shall not be regarded as a member of the Company entitled to attend the EGM and to speak and vote thereat unless his/her/its name appears on the Depository Register maintained by CDP seventy-two (72) hours before the time appointed for holding the EGM.

PERSONAL DATA PRIVACY:

By attending the EGM and/or any adjournment thereof or 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 or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) 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 or service providers) 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 or service providers), 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 or service providers) 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.

*This notice has been reviewed by the Company’s sponsor, ZICO Capital Pte. Ltd. (the “**Sponsor**”).*

*This notice has not been examined or approved by the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) and the SGX-ST assumes no responsibility for the contents of this notice, including the correctness of any of the statements or opinions made or reports contained in notice.*

The contact person for the Sponsor is Ms Yang Zhenni, ZICO Capital Pte. Ltd. at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, telephone (65) 6636 4201.