

CRAFT PRINT INTERNATIONAL LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number 197501572K)

(the "Company")

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting of the Company will be held at 9 Joo Koon Circle, Singapore 629041 on 19 September 2014 (Friday) at 10.00 a.m. for the purpose of considering and, if thought fit, passing with or without amendment, the following Ordinary Resolutions:

All capitalised terms in the Ordinary Resolutions below and defined in the Circular dated 3 September 2014 to the shareholders of the Company (the "Circular") shall, unless otherwise defined herein, have the respective meanings ascribed thereto in the Circular.

ORDINARY RESOLUTION 1 - THE PROPOSED ISSUE OF NON-TRANSFERABLE BONDS DUE 2016 IN AGGREGATE PRINCIPAL AMOUNT OF S\$14,000,000 CONVERTIBLE INTO AN AGGREGATE OF 280,000,000 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY TO MR SHI JIANGANG AND MR SAM KOK YIN (THE "SUBSCRIBERS") (THE "BONDS ISSUE")

That, subject to and contingent upon all the other Ordinary Resolutions being passed:

- (a) approval be and is hereby given for the Bonds Issue pursuant to Section 161 of the Companies Act and Rules 805, 806 and 824 of the Listing Manual, on the terms and subject to the conditions of the Subscription Agreement and on the terms and conditions of the Bonds, including:
- (i) the issue of up to S\$14,000,000 in aggregate principal amount of the Bonds to the Subscribers; and
 - (ii) the allotment and issue of up to 280,000,000 Conversion Shares upon the exercise of the Bonds, whereby such Conversion Shares shall rank pari passu in all respects with the existing ordinary shares, save that they shall not rank for any dividends, rights, allotments or other distributions that may be declared or paid, the record date for which is on or before the date of the issue of such Conversion Shares; and
- (b) the Directors of the Company and each of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or each of them may consider expedient, necessary to give effect to the transactions contemplated and/or authorised by this Resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Group.

ORDINARY RESOLUTION 2 - THE PROPOSED GRANT OF A CALL OPTION TO REQUIRE THE COMPANY TO ALLOT AND ISSUE AN AGGREGATE OF UP TO 210,000,000 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY AT THE PRICE OF S\$0.05 PER OPTION SHARE TO THE SUBSCRIBERS (THE "CALL OPTION")

That, subject to and contingent upon all the other Ordinary Resolutions being passed:

- (a) approval be and is hereby given for the grant of the Call Option to the Subscribers pursuant to Section 161 of the Companies Act and Rules 805 and 806 of the Listing Manual, on the terms and subject to the conditions of the Subscription Agreement, including the allotment and issue of up to 210,000,000 Option Shares upon the exercise of the Call Option, whereby such Option Shares shall rank pari passu in all respects with the existing ordinary shares, save that they shall not rank for any dividends, rights, allotments or other distributions that may be declared or paid, the record date for which is on or before the date of the issue of such Option Shares; and
- (b) the Directors of the Company and each of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or each of them may consider expedient, necessary to give effect to the transactions contemplated and/or authorised by this Resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Group.

ORDINARY RESOLUTION 3 - THE PROPOSED TRANSFER OF CONTROLLING INTERESTS TO THE SUBSCRIBERS PURSUANT TO THE BONDS ISSUE AND THE GRANT OF THE CALL OPTION

That, subject to and contingent upon all the other Ordinary Resolutions being passed:

- (a) approval be and is hereby given for the allotment and issuance by the Company of:
- (i) an aggregate of 280,000,000 Conversion Shares to the Subscribers upon full conversion of the Bonds on the terms and subject to the conditions of the Subscription Agreement; and
 - (ii) an aggregate of 210,000,000 Option Shares to the Subscribers upon full exercise of the Call Option on the terms and subject to the conditions of the Subscription Agreement,
- such issuance of the Conversion Shares and Option Shares constituting the transfer of a Controlling Interests in the Company to the Subscribers pursuant to Rule 803 of the Listing Manual; and

- (b) the Directors of the Company and each of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or each of them may consider expedient, necessary to give effect to the transactions contemplated and/or authorised by this Resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Group.

ORDINARY RESOLUTION 4 - THE PROPOSED ALLOTMENT AND ISSUANCE OF AN AGGREGATE OF 20,000,000 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY AT AN ISSUE PRICE OF S\$0.05 PER PLACEMENT SHARE TO MR SOH GIM TEIK, MR LUM TAIN FORE AND MS TAN HUI HAR (THE "PLACEMENT")

That, subject to and contingent upon all the other Ordinary Resolutions being passed:

- (a) approval be and is hereby given for the Placement pursuant to Section 161 of the Companies Act and Rules 804, 805, 812(1) and 812(2) of the Listing Manual, on the terms and subject to the conditions of the Placement Agreement, such Placement including an issue of 6,000,000 Placement Shares at an Issue Price of S\$0.05 per Placement Share to Mr Soh Gim Teik, an independent director of the Company; and
- (b) the Directors of the Company and each of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or each of them may consider expedient, necessary to give effect to the transactions contemplated and/or authorised by this Resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Group.

Note: Mr Soh Gim Teik will, and will procure his Associates to, abstain from voting on each of these Resolutions in respect of their shareholdings in the Company and shall not accept nominations as proxies or otherwise for voting on each of these Resolutions, unless they as proxies are given specific instructions as to voting.

SHAREHOLDERS SHOULD NOTE THAT ALL THE ORDINARY RESOLUTIONS ARE INTER-CONDITIONAL UPON ONE ANOTHER. IN THE EVENT THAT ANY OF THE ORDINARY RESOLUTIONS IS NOT APPROVED BY SHAREHOLDERS, NONE OF THE ORDINARY RESOLUTIONS WILL BE PASSED.

By Order of the Board

Ong Kwee Cheng
Executive Chairman
3 September 2014

Notes:

(1) A Member entitled to attend and vote at the Extraordinary General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a Member of the Company.

(2) If the appointor is a corporation, the instrument appointing a proxy must be executed under seal or the hand of its duly authorised officer or attorney.

(3) The instrument appointing a proxy must be deposited at the registered office of the Company at 9 Joo Koon Circle, Singapore 629041 not less than forty-eight (48) hours before the time appointed for holding the Meeting.

Personal Data Privacy:

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