

GRAND VENTURE TECHNOLOGY LIMITED

(Company Registration No. 201222831E)
(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (the “EGM”) of Grand Venture Technology Limited (the “Company”) will be held in a wholly physical format on **1 March 2024 at 2.00 p.m. at 2 Changi North Street 1, Singapore 498828** for the purpose of considering and, if thought fit, passing the following ordinary resolution:

Please refer to the paragraph titled “IMPORTANT INFORMATION” below for details.

All capitalised terms in this Notice which are not defined herein shall have the same meaning as ascribed to them in the Company’s circular dated 15 February 2024 (the “Circular”).

ORDINARY RESOLUTION

THE PROPOSED ACQUISITION OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF ACP METAL FINISHING PTE LTD AS A MAJOR TRANSACTION UNDER CHAPTER 10 OF THE LISTING MANUAL

THAT:

- (a) the Proposed Acquisition be and is hereby approved and that authority be and is hereby granted to the Directors to carry out and implement the Proposed Acquisition on the terms and subject to the conditions set out in the SPA; and
- (b) the Directors and each of them be and are hereby authorised to complete, enter and do all acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things as they may consider necessary, desirable, incidental or expedient for the purposes of or to give effect to this Ordinary Resolution and implement any of the foregoing as they think fit and in the interests of the Company.

By Order of the Board

GRAND VENTURE TECHNOLOGY LIMITED

Mr. Lee Tiam Nam

Executive Deputy Chairman

15 February 2024

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representatives to attend, speak and vote at the EGM and/or any adjournment thereof, a Shareholder (i) 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) 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) 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 (or 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 (or 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 Extraordinary General Meeting ("**EGM**") will be held, in a wholly physical format, on 1 March 2024 at 2.00 p.m. at 2 Changi North Street 1, Singapore 498828. There will be no option for Shareholders to participate virtually.
2. In line with the Company's corporate social responsibility initiatives and environmental sustainability efforts and as permitted under the Constitution, the Company is implementing the use of electronic communications and printed copies of the Circular will NOT be despatched to Shareholders. Instead:
 - (a) electronic copies of the Circular, the Notice of EGM and the Proxy Form will be made available to the Shareholders by electronic means via publication on the Company's website at the URL: <https://gvt.com.sg/news/> and will also be made available on the SGXNet at the URL: <https://www.sgx.com/securities/company-announcements>. An internet browser and PDF reader will be required to view these documents; and
 - (b) only printed copies of the Notice of EGM, the Proxy Form and the Request Form will be despatched to Shareholders via post.
3. Shareholders who wish to obtain a printed copy of the Circular may do so by completing and returning the Request Form (which will be despatched to Shareholders and is also available on the Company's website at the URL: <https://gvt.com.sg/news/> and the SGXNet at the URL: <https://www.sgx.com/securities/company-announcements>) (a) by post to the Company's Share Registrar, Tricor Barbinder Share Registration Services, at 9 Raffles Place, Republic Plaza, Tower I, #26-01, Singapore 048619; or (b) by electronic mail (enclosing a clear scanned, completed and signed Request Form) to contact@gvt.com.sg, in each case to be received no later than 21 February 2024. A printed copy will be mailed to you upon receiving your request.
4. A Shareholder (whether individual or corporate) may vote at the EGM or appoint a proxy, including the Chairman of the EGM, to attend, speak and vote on his/her/its behalf at the EGM if such Shareholder wishes to exercise his/ her/its voting rights at the EGM.
5. A Shareholder can appoint the Chairman of the EGM as his/her/its proxy, but this is not mandatory.
6. A Shareholder who is not a Relevant Intermediary (as defined at Section 181 of the Companies Act), is entitled to appoint one (1) or two (2) proxies to attend, speak and vote at the EGM. A Shareholder which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a Shareholder. Where such Shareholder appoints two (2) proxies, the proportion of his/her/its shareholding to be represented by each proxy shall be specified. If no proportion is specified, the appointment will be considered as invalid.
7. 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 different Shares held by such Shareholder.
8. "**Relevant Intermediary**" has the meaning prescribed to it in Section 181 of the Companies Act and means:
 - (a) a banking corporation licensed under the Banking Act 1970 of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;
 - (b) a person holding a capital markets services license to provide custodial services for securities under the Securities and Futures Act and who holds shares in that capacity; or
 - (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953 of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Central Provident Fund Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
9. Investors who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act), including CPF and SRS investors, and who wish to participate in the EGM should contact the relevant intermediary (which would include, in the case of CPF and SRS investors, their respective CPF Agent Banks and SRS Operators) through which they hold such shares as soon as possible in order to make the necessary arrangements for them to participate in the EGM. CPF or SRS investors who wish to exercise their votes should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the date of the EGM.

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

(a) if submitted electronically, by email to contact@gvt.com.sg; or

(b) if submitted by post, be lodged with the Company's registered office at 2 Changi North Street 1, Singapore 498828,

in each case, by **2.00 p.m. on 27 February 2024 (not less than 72 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 use the printed copy of the Proxy Form which has been despatched to him/her/it by post or download a copy of the Proxy Form from the Company's website and the SGXNet, 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.

11. Shareholders may submit questions related to the Ordinary Resolution to be tabled for approval at the EGM in advance of the EGM in the following manner and must be submitted by 22 February 2024, being seven (7) days from the date of the Circular:

(a) by email to contact@gvt.com.sg; or

(b) by post to the registered office of the Company's Share Registrar, Tricor Barbinder Share Registration Services, at 9 Raffles Place, Republic Plaza, Tower I, #26-01, Singapore 048619.

12. The Company will consider all questions and endeavour to address all substantial and relevant questions on the Ordinary Resolution tabled for approval at the EGM which are received from Shareholders, via an announcement on the Company's website at the URL: <https://gvt.com.sg/news/> and the SGXNet at the URL: <https://www.sgx.com/securities/company-announcements> no later than 2.00 p.m. on 25 February 2024, which is at least forty-eight (48) hours prior to the closing date and time for the lodgement of the proxy forms to facilitate Shareholders' votes and to allow Shareholders to make an informed decision on the Ordinary Resolution to be tabled at the EGM.

13. For questions addressed during the EGM, the responses to such questions will be included in the minutes of the EGM which will be published on the Company's website and on the SGXNet within one (1) month after the EGM.

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GRAND VENTURE TECHNOLOGY LIMITED

(Company Registration No. 201222831E)
(Incorporated in the Republic of Singapore)

PROXY FORM EXTRAORDINARY GENERAL MEETING

(Please see notes overleaf before completing this Proxy Form)

IMPORTANT:

1. The Extraordinary General Meeting ("EGM") will be held, in a wholly physical format, on 1 March 2024 at 2.00 p.m. at 2 Changi North Street 1, Singapore 498828.
2. A Relevant Intermediary may appoint more than two (2) proxies to attend the EGM and vote (please see note 4 for the definition of "Relevant Intermediary").
3. For investor who holds shares under Central Provident Fund Investment Scheme ("CPF Investor") and/or the Supplementary Retirement Scheme ("SRS Investor") (as may be applicable), this Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them.
4. CPF Investors/SRS Investors should contact their respective CPF Agent Banks/SRS Operators if they have any queries regarding their appointment as proxies.
5. By submitting this proxy form, the Shareholder accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 15 February 2024.
6. All capitalised terms in this proxy form which are not defined herein shall have the same meaning as ascribed to them in the Company's circular dated 15 February 2024.

*I/We, _____ (Name) _____ (NRIC / Passport / Company Registration Number)

of _____ (Address)

being a shareholder/shareholders* of **GRAND VENTURE TECHNOLOGY LIMITED** (the "Company"), hereby appoint:

Name:	Address:	NRIC / Passport Number	Email Address	Proportion of Shareholdings (%)	
				No of Shares	%

and/or*

Name:	Address:	NRIC / Passport Number	Email Address	Proportion of Shareholdings (%)	
				No of Shares	%

or failing the person, or either or both persons referred to above or the Chairman of the Extraordinary General Meeting (the "EGM")* as *my/our *proxy to vote for *me/us on *my/our behalf at the EGM to be convened and held on **1 March 2024 at 2.00 p.m. at 2 Changi North Street 1, Singapore 498828** and at any adjournment thereof. I/We* direct my/our* proxy to vote for, vote against or abstain from voting on the resolution to be proposed at the EGM as indicated hereunder.

The resolution put to the vote at the EGM shall be decided by way of poll. Please indicate with an "✓" in the spaces provided whether you wish your vote(s) to be cast for or against the Ordinary Resolution as set out in the Notice of EGM. In the absence of specific directions, the proxy/proxies will vote or abstain as he/they may think fit, as he/they will on any other matter arising at the EGM.

Ordinary Resolutions relating to:		No. of Votes For	No. of Votes Against	No. of Votes Abstain
1.	The Proposed Acquisition			

Dated this _____ day of _____ 2024

Total Number of Shares in:	No. of shares
(a) CDP Register	
(b) Register of Members	

Signature(s) of Shareholder(s)
or Common Seal of Corporate Shareholder

* Delete where inapplicable

IMPORTANT: PLEASE READ NOTES OVERLEAF



Notes:

1. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act), you should insert that number of shares. If you have shares registered in your name in the Register of Members, you should insert that number of shares. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by you.
2. A Shareholder who is not a Relevant Intermediary (as defined at Section 181 of the Companies Act), is entitled to appoint not more than two (2) proxies to attend, speak and vote on his behalf at the general meeting. Where a Shareholder appoints more than one proxy, he shall specify the proportion of his shares to be represented by each such proxy, failing which, the nomination shall be deemed to be alternative. Where such Shareholder appoints two (2) proxies, the proportion of his/her/its shareholding to be represented by each proxy shall be specified. If no proportion is specified, the appointment will be considered as invalid.
3. A Shareholder who is a Relevant Intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote on his/her/its behalf at the EGM but each proxy must be appointed to exercise the rights attached to different Shares held by such Shareholder.
4. **"Relevant Intermediary"** has the meaning prescribed to it in Section 181 of the Companies Act and means:
 - (a) a banking corporation licensed under the Banking Act 1970 of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;
 - (b) a person holding a capital markets services license to provide custodial services for securities under the Securities and Futures Act 2001 of Singapore and who holds shares in that capacity; or
 - (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953 of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Central Provident Fund Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
5. A proxy need not be a Shareholder.
6. The instrument appointing a proxy or proxies must be under the hand of the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies 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.
7. This instrument appointing a proxy(ies) must be submitted to the Company in the following manner.
 - (a) if submitted electronically, by email to contact@gvt.com.sg; or
 - (b) if submitted by post, be lodged with the Company's registered office at 2 Changi North Street 1, Singapore 498828,in each case, by **2.00 p.m. on 27 February 2024 (not less than 72 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 use the printed copy of the Proxy Form which has been despatched to him/her/it by post or download a copy of the Proxy Form from the Company's website and the SGXNet, 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.

Shareholders are encouraged to submit completed Proxy Forms electronically via email.

8. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his/her/its attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.
9. A corporation which is a Shareholder may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the EGM, in accordance with its Constitution and Section 179 of the Companies Act.
10. The instrument appointing a proxy or proxies, together with the power of attorney or other authority (if any) under which it is signed, or notarially certified copy thereof, must be deposited at 2 Changi North Street 1, Singapore 498828 not less than 72 hours before the time appointed for the EGM.
11. The completion and lodgement of a Proxy Form by a Shareholder will not preclude him from attending and voting in person at the EGM if he so wishes, although the appointment of the proxy shall be deemed to be revoked by such attendance.
12. The Company shall be entitled to reject a Proxy Form 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 Proxy Form. In addition, in the case of Shares entered in the Depository Register, the Company may reject a Proxy Form if the Shareholder, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time fixed for holding the EGM, as certified by the CDP to the Company. 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 name appears on the Depository Register 72 hours before the time fixed for holding the EGM.