

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the “**AGM**”) of SOON HOCK ENTERPRISE HOLDING LIMITED (the “**Company**”) will be held at 2F Jalan Papan, #05-01, Singapore 619816 on Tuesday, 28 April 2026, at 10.00 a.m. to transact the following business:

ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2025 and the Auditor's Report thereon. **(Resolution 1)**
2. To declare a final tax exempt (one-tier) dividend of 3.05 Singapore cents per ordinary share for the financial year ended 31 December 2025. **(Resolution 2)**
3. To approve the Directors' fees of S\$112,500 for the financial year ended 31 December 2025. **(Resolution 3)**
4. To approve the Directors' fees of S\$225,000 for the financial year ending 31 December 2026, payable quarterly in arrears (2025: S\$112,500). **(Resolution 4)**
5. To re-elect the following Directors, who are retiring under Regulation 103 of the Company's Constitution and who, being eligible, offer themselves for re-election:
 - (a) Mr Owi Kek Hean **(Resolution 5)**
 - (b) Mr Gan Thiam Poh **(Resolution 6)**
 - (c) Ms Chan Sing Yee **(Resolution 7)**
6. To re-appoint Messrs Deloitte & Touche LLP as Auditors of the Company and to authorise the Directors to fix its remuneration. **(Resolution 8)**

SPECIAL BUSINESS

To consider and, if thought fit, to pass, the following as ordinary resolutions, with or without modifications:

7. **Authority to Allot and Issue Shares** **(Resolution 9)**

“That authority be and is hereby given to the Directors to:

- (a) (i) allot and issue shares in the capital of the Company (“**Shares**”) whether by way of rights, bonus or otherwise; and/or
- (ii) 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

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- (b) (notwithstanding that 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:

- (1) 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, if any) (as calculated in accordance with subparagraph (2) below), of which the aggregate number of Shares to be issued other than on a pro rata basis to 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, if any) (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by the Singapore Exchange Securities Trading Limited (“**SGX-ST**”)) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) at the time this Resolution is passed, after adjusting for:
- (i) new Shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which were issued and are outstanding or subsisting at the time this Resolution is passed; and
 - (ii) any subsequent bonus issue or consolidation or subdivision of Shares,
- and, in paragraph (1) above and this paragraph (2), “subsidiary holdings” has the meaning given to it in the Listing Manual of the SGX-ST;
- (3) 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), all applicable requirements under the Companies Act 1967 and the Constitution of the Company for the time being; and
- (4) (unless revoked or varied by the Company in general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier.”

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8. **Authority to allot and issue shares under the Soon Hock Performance Share Plan (“Soon Hock PSP”) (Resolution 10)**

“That the Directors of the Company be authorised to offer and grant awards in accordance with the provisions of the Soon Hock PSP, and to allot and issue and/or transfer from time to time such number of fully paid-up Shares as may be required to be issued pursuant to the vesting of the awards under the Soon Hock PSP, provided always that the aggregate number of new Shares to be allotted and issued pursuant to the Soon Hock PSP, the Soon Hock Employee Share Option Scheme and any other share-based schemes (if applicable) shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) of the Company from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the Company’s next AGM or the date by which the next AGM of the Company is required by law to be held, whichever is earlier.”

9. **Authority to allot and issue shares under the Soon Hock Employee Share Option Scheme (“Soon Hock ESOS”) (Resolution 11)**

“That the Directors of the Company be authorised to offer and grant options in accordance with the provisions of the Soon Hock ESOS, and to allot and issue and/or transfer from time to time such number of Shares as may be required to be issued and/or transferred pursuant to the exercise of options under the Soon Hock ESOS, provided always that the aggregate number of new Shares to be allotted and issued pursuant to the Soon Hock ESOS, the Soon Hock PSP and any other share-based schemes (if applicable) shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) of the Company from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the Company’s next AGM or the date by which the next AGM of the Company is required by law to be held, whichever is earlier.”

10. **Proposed Renewal of the General Mandate for Interested Person Transactions (Resolution 12)**

“That:

- (a) approval be and is hereby given for the purposes of Chapter 9 of the Listing Manual of the SGX-ST for the Company, its subsidiaries and associated companies which fall within the definition of “entities at risk” under Chapter 9 of the Listing Manual of the SGX-ST or any of them to enter into any transaction falling within the categories of Mandated Interested Person Transactions described in the appendix to this Notice of AGM dated 13 April 2026 (the “**Appendix**”), with any Mandated Interested Persons described in the Appendix, provided that such transactions are made on normal commercial terms and are not prejudicial to the Company and its minority shareholders, and are entered into in accordance with the review procedures for such interested person transactions as set out in the Appendix (such shareholders’ general mandate hereinafter called the “**IPT Mandate**”);

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- (b) the IPT Mandate shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next AGM of the Company or until the date by which the next AGM of the Company is required by law to be held, whichever is the earlier; and
- (c) the Directors and each of them be and are hereby authorised and empowered to complete and to do all such acts and things as they and/or he/she may consider necessary, desirable or expedient or in the interests of the Company to give effect to the IPT Mandate and/or this Ordinary Resolution.”

NOTICE OF RECORD DATE AND DIVIDEND PAYMENT DATE

NOTICE IS ALSO HEREBY GIVEN that the Share Transfer Books and Register of Members of the Company will be closed on Friday, 26 June 2026 for the preparation of dividend warrants.

Duly completed registrable transfers of ordinary shares of the Company received by the Company's Share Registrar, In.Corp Corporate Services Pte. Ltd. at 36 Robinson Road, #20-01 City House, Singapore 068877, up to 5.00 p.m. on Friday, 26 June 2026 will be registered to determine shareholders' entitlements to the proposed final dividend.

Shareholders whose Securities Accounts with The Central Depository (Pte) Limited are credited with ordinary shares of the Company at 5.00 p.m. on Friday, 26 June 2026 will be entitled to the proposed final dividend. Payment of the final dividend, if approved by shareholders at the AGM to be held on 28 April 2026, will be made on Wednesday, 8 July 2026.

BY ORDER OF THE BOARD

Cheok Hui Yee
Company Secretary
Singapore, 13 April 2026

Explanatory notes:

- 1) **Resolution 3** – The proposed Resolution is to seek shareholders' approval for the payment of Directors' fees for the financial year ended 31 December 2025 (“**FY2025**”). The Directors' fees for FY2025 have been calculated on a pro-rata basis, as the Non-Executive Directors did not serve for the full financial year.
- 2) **Resolution 4** - The proposed Resolution, if approved, will authorise the payment of Directors' fees to the Non-Executive Directors for the financial year ending 31 December 2026 (“**FY2026**”), to be paid on a quarterly basis in arrears. The Directors' fees for FY2026 are calculated based on the number of Non-Executive Directors serving during the financial year, on the assumption that they will hold office for the full financial year.
- 3) **Resolution 5** – Mr Owi Kek Hean will, upon re-election as a Director, remain as the Lead Independent Director, chairman of the Audit and Risk Committee, a member of Nominating Committee and Remuneration Committee of the Company. The Board considers him to be independent for the purpose of Rule 704(8) of the Listing Rules.
- 4) **Resolution 6** – Mr Gan Thiam Poh will, upon re-election as a Director, remain as the Independent Director, chairman of the Remuneration Committee and a member of Audit and Risk Committee and Nominating Committee of the Company. The Board considers him to be independent for the purpose of Rule 704(8) of the Listing Rules.

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- 5) **Resolution 7** – Ms Chan Sing Yee will, upon re-election as a Director, remain as the Independent Director, chairman of the Nominating Committee, and a member of Audit and Risk Committee and Remuneration Committee of the Company. The Board considers her to be independent for the purpose of Rule 704(8) of the Listing Rules.

Further information of the retiring Directors can be found under “Board of Directors”, “Corporate Governance Report” and “Additional Information on Directors Seeking Re-election” sections of the Company’s Annual Report 2025.

- 6) **Resolution 9** – The proposed Resolution 9 in item 7 above, if passed, will authorise and empower the Directors of the Company from the date of the AGM to issue Shares and to make or grant Instruments (such as warrants or debentures) convertible into Shares, and to issue Shares in pursuance of such Instruments, without seeking any further approval from shareholders in general meeting but within the limitation imposed by this Resolution, for such purposes as the Directors may consider would be in the best interests of the Company. The aggregate number of Shares (including Shares to be made in pursuance of Instruments made or granted pursuant to this Resolution) to be allotted and issued would not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, of which the total number of Shares that may be issued other than on a pro-rata basis to shareholders shall not exceed 20% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time the Resolution is passed. This authority will, unless revoked or varied at a general meeting, expire at the next AGM of the Company.
- 7) **Resolution 10** – The proposed Resolution 10 in item 8 above, if passed, will empower the Directors of the Company, from the date of this AGM until the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is earlier, to offer and grant awards under the Soon Hock PSP, and to allot and issue and/or transfer from time to time such number of Shares as may be required to be allotted and issued pursuant to the vesting of the awards under the Soon Hock PSP provided that the aggregate number of Shares which may be allotted and issued pursuant to the Soon Hock PSP, Soon Hock ESOS and any other share-based scheme (if applicable) is limited to 15% of the total issued Shares of the Company (excluding treasury shares and subsidiary holdings) from time to time. This authority is in addition to the general authority to issue shares sought under Resolution 9.
- 8) **Resolution 11** – The proposed Resolution 11 in item 9 if passed, will empower the Directors of the Company, from the date of this AGM until the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is earlier, to offer and grant options in accordance with the provisions of the Soon Hock ESOS and to allot and issue and/or transfer from time to time such number of Shares as may be required to be allotted and issued and/or transferred pursuant to the exercise of options under the Soon Hock ESOS, provided that the aggregate number of Shares which may be allotted and issued pursuant to the Soon Hock ESOS, Soon Hock PSP and any other share-based schemes (if applicable) is limited to 15% of the total issued Shares (excluding treasury shares and subsidiary holdings) from time to time. This authority is in addition to the general authority to issue shares sought under Resolution 9.
- 9) **Resolution 12** – The proposed Resolution 12 in item 10, if passed, will renew the existing IPT Mandate to allow the Company, its subsidiaries and associated companies or any of them to enter into certain interested person transactions with persons who are considered “Interested Persons” as defined in Chapter 9 of the Listing Manual of the SGX-ST.

The Company’s Audit and Risk Committee has confirmed that (i) the methods or procedures for determining the transaction prices under the IPT Mandate for Interested Person Transactions (described in Annex A of the Appendix to Shareholders dated 13 April 2026), have not changed since the IPT Mandate was deemed approved by shareholders by way of the Prospectus dated 8 October 2025; and (ii) that the said methods or procedures remain sufficient to ensure that the Mandated Interested Person Transactions will be carried out on normal commercial terms and will not be prejudicial to the interests of the Company and its minority shareholders.

This authority will, unless previously revoked or varied by the Company in a general meeting, expire at the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier.

Notes:

Format of Meeting

1. The AGM will be held, in a wholly physical format, at 2F Jalan Papan, #05-01, Singapore 619816 on Tuesday, 28 April 2026, at 10:00 a.m. (Singapore Time). Shareholders (including investors who hold shares through Supplementary Retirement Scheme (“SRS”)), and (where applicable) duly appointed proxies and representatives will be able to ask questions and vote at the AGM by attending the AGM in person. **There will be no option for shareholders to participate virtually.**

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Printed copies of this Notice of AGM and the accompanying proxy form will be sent by post to members. These documents will also be published on the Company's website at the URL <https://www.soonhock.com.sg/ir-home.html> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

Pre-registration

- To assist the Company in making the necessary planning and logistical arrangements, shareholders who intend to attend the AGM are kindly invited to indicate their attendance by registering via the link <https://bit.ly/SoonhockAGM> by 10.00 a.m. on 25 April 2026. Alternatively, you can scan the QR Code below to register your attendance. Shareholders may still attend the AGM without prior registration.



Appointment of Proxy(ies)

- A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote at the AGM. Where such member's instrument appointing a proxy(ies) appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.
- A member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the AGM, 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 two (2) proxies, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the instrument.

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

- A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the AGM as his/her/its proxy.
- SRS investors (a) may attend and vote at the AGM if they are appointed as proxies by their SRS Operators, and should contact their SRS Operators if they have queries regarding their appointment as proxies; or (b) may appoint Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case, they should approach their respective SRS Operators to submit their voting instructions by **5.00 p.m. on 16 April 2026**.
- The instrument appointing a proxy or proxies, duly executed, must be submitted to the Company in the following manner:
 - if submitted personally or by post, be lodged at the office of the Company's Share Registrar, In.Corp Corporate Services Pte. Ltd. at 36 Robinson Road, #20-01 City House, Singapore 068877; or
 - if submitted electronically, be submitted via email to the Company's Share Registrar, In.Corp Corporate Services Pte. Ltd. at shareregistry@incorp.asia,

in either case, **no later than 10.00 a.m. on 25 April 2026**, being seventy-two (72) hours before the time appointed for holding the AGM. Completion and return of the instrument appointing a proxy or proxies by a member will not prevent him from attending, speaking and voting at the AGM if he so wishes. In such event, the relevant proxy form will be deemed to be revoked.

Members are strongly encouraged to submit completed proxy forms electronically via email.

- The instrument appointing a proxy or proxies must be executed under the hand of the appointor or of 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 by the signatures of authorised persons in the manner as set out under the Companies Act as an alternative to sealing) or under the hand of an attorney or a duly authorised officer of the corporation. Where the instrument appointing a proxy or proxies is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument.
- A depositor's name must appear in the Depository Register maintained by The Central Depository (Pte) Limited as at seventy-two (72) hours before the time appointed for holding the AGM in order for the depositor to be entitled to attend, speak and vote at the AGM.

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Submission of Questions

10. Members (including SRS investors) may submit substantial and relevant questions related to the resolutions to be tabled for approval at the AGM in advance of the AGM **by 10.00 a.m. on 20 April 2026** (the “**Cut-Off Time**”), being seven (7) calendar days from the date of the notice of AGM either:

(a) via post to Company's registered office at 2F Jalan Papan, #05-01, Singapore 619816; or

(b) via electronic mail to the Company's investor relation at ir@soonthock.com.sg.

When submitting questions by post or via email, members should also provide the following details for Company's verification purposes:

- (i) full name;
- (ii) address;
- (iii) contact number;
- (iv) email address; and
- (v) the manner in which the member holds Shares (e.g., via CDP or SRS).

Investors holding Shares through relevant intermediaries (other than SRS investors) will not be able to submit questions relating to the business of the AGM. Instead, they should contact their relevant intermediaries as soon as possible in order for the relevant intermediaries to make the necessary arrangements for them to submit questions in advance of the AGM.

11. The Company will endeavour to address all substantial and relevant questions submitted prior to the AGM by publishing the responses to such questions on the Company's website and on SGX website **by 9.00 a.m. on 23 April 2026**, being at least forty-eight (48) hours prior to the closing date and time for the lodgment of the proxy form. The Company will address any subsequent clarifications sought, or substantial and relevant follow-up questions relating to the resolution to be tabled for approval at the AGM received after the Cut-Off Time which have not already been addressed prior to the AGM, as well as those substantial and relevant questions received at the AGM, during the AGM. Where substantially similar questions are received, the Company will consolidate such questions and consequently, not all questions may be individually addressed.

Access to Documents

12. The Annual Report 2025, Notice of AGM, Appendix and the accompanying proxy form and form to request for a physical copy of the Annual Report 2025 and Appendix (“**Request Form**”) have been published on the Company's website at the URL <https://www.soonhock.com.sg/ir-home.html> and SGX website at the URL <https://www.sgx.com/securities/company-announcements>. In line with the Company's sustainability strategy, the Company will not be despatching printed copies of the Annual Report 2025 and the Appendix. Members may request printed copies of these documents by completing and submitting the Request Form sent to them by post together with the printed copy of the Notice of AGM and the accompanying proxy form or otherwise made available on the Company's website and the SGX website. Members who wish to obtain a printed copy of the Annual Report 2025 and the Appendix should complete the Request Form and return it by post to the registered office address of the Company's Share Registrar at In.Corp Corporate Services Pte. Ltd., 36 Robinson Road, #20-01 City House, Singapore 068877 or via email to shareregistry@incorp.asia **no later than 20 April 2026**.

PERSONAL DATA PRIVACY

By (a) submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof; or (b) submitting any questions prior to, or at, the AGM, 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 AGM (including any adjournment thereof), addressing substantial and relevant questions from members received prior to, or at, the AGM, preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (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.