NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of **YUUZOO CORPORATION LIMITED** (the "**Company**") will be held at 87 Science Park Drive, Oasis, Level 4 Auditorium, Science Park I, Singapore 118260 on Friday, 27 May 2016 at 11:00 a.m. to transact the following business:-

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2015 together with the Auditors' Report thereon.

   [Resolution 1]

2. To approve the Director's fees of US$138,000 for the financial year ending 31 December 2015. (2015: US$114,000)

   [Resolution 2]

3. To re-elect Mr. Mikael Stewen, a Director retiring pursuant to Bye-Law 86(1) of the Company's Bye-Laws.
   [See Explanatory Note 1] **[Resolution 3]**

4. To re-elect Mr. Thomas Zilliacus, a Director retiring pursuant to Bye-Law 86(1) of the Company's Bye-Laws.
   [See Explanatory Note 2] **[Resolution 4]**

5. To note that Moore Stephens LLP has expressed that they will not seek re-appointment as auditor of the Company.
   [See Explanatory Note 3]

6. To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolution with or without any modification as Ordinary Resolution:-

7. **Share Issue Mandate**

   "THAT pursuant to the listing rules of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), authority be and is hereby given to the Directors of the Company to:

   (a) (i) 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

   (b) issue Shares in pursuance of any Instruments made or granted by the Directors while such authority was in force (notwithstanding that such issue of Shares pursuant to the Instruments may occur after the expiration of the authority contained in this Resolution),

provided that:

(1) the aggregate number of the Shares to be issued pursuant to such authority (including the Shares to be issued in pursuance of Instruments made or granted pursuant to such authority), does not exceed 50% (unless paragraph (3) below applies) of the total number of issued Shares (as calculated in accordance with paragraph (2) below), and provided further that where shareholders of the Company ("**Shareholders**") are not given the opportunity to participate in the same on a pro-rata basis ("**non pro-rata basis**"), then the Shares to be issued under such circumstances (including the Shares to be issued in pursuance of Instruments made or granted pursuant to such authority) shall not exceed 20% of the total number of issued Shares (as calculated in accordance with paragraph (2) below);

(2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of the Shares that may be issued under paragraph (1) above, the total number of issued Shares shall be based on the issued Shares of the Company at the time such authority was conferred, after adjusting for:

(a) new Shares arising from the conversion or exercise of any convertible securities;

(b) new Shares arising from the exercise of share options or the vesting of share awards which are outstanding or subsisting at the time such authority was conferred; and

(c) any subsequent consolidation or subdivision of the Shares;

and, in relation to an Instrument, the number of Shares shall be taken to be that number as would have been issued had the rights therein been fully exercised or effected on the date of the making or granting of the Instrument;

(3) in exercising the authority conferred by this Resolution, the Company shall comply with the requirements imposed by the SGX-ST from time to time and the provisions of the Listing Manual of the SGX-ST for the time being in force (in each case, unless such compliance has been waived by the SGX-ST) and the Bye-Laws of the Company for the time being; and

(4) (unless revoked or varied by the Company in a general meeting) the authority so conferred shall 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 4] **[Resolution 5]**

Dated this 11th day of May, 2016.

On behalf of the Board

Thomas Zilliacus
Executive Chairman

Notes:

A. A member of the Company entitled to attend and vote at the Annual General Meeting of the Company may appoint not more than two (2) proxies to attend and vote in his/her stead. A member of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a member of the Company.

B. Where a member appoints two (2) proxies, he shall specify the proportion of his shareholding to be represented by each proxy. If no such proportion or number is specified, the first named proxy may be treated as representing 100 per cent of the shareholding and any second named proxy as an alternate to the first named.

C. The instrument appointing a proxy must be signed by the appointer or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised. The power of attorney or other authority, if any, under which the instrument of proxy is signed on behalf of the member or duly certified copy of that power of attorney or other authority (failing previous registration with the Company) shall be attached to the instrument of proxy, failing which the instrument may be treated as invalid.

D. A depositor holding Shares through the CDP and whose name appears in the Depository Register who wishes to attend and vote at the Meeting may do so as CDP's proxy.

E. The duly completed proxy form must be deposited at the office of the Company's Share Transfer Agent, RHT Corporate Advisory Pte. Ltd. at Six Battery Road #10-01, Singapore 049909 not less than forty-eight (48) hours before the time appointed for the holding of the Annual General Meeting.

EXPLANATORY NOTES:

1. Mr Mikael Stewen, upon re-election as a director of the Company, will remain as a member of the Audit Committee, the Remuneration Committee and the Nominating Committee. He will be considered independent. Detailed information on Mr Mikael Stewen can be found under the section entitled 'Board of Directors' on page 9 of the Annual Report. There are no relationships (including immediate family relationships) between Mr Mikael Stewen and the other Directors, the Company and the 10% shareholder.

2. Mr Thomas Zilliacus, upon re-election as a director of the Company, will remain as the Executive Chairman of the Board of Directors and will be considered non-independent. Detailed information on Mr Thomas Zilliacus can be found under the section entitled 'Board of Directors' on page 9 of the Annual Report.

3. Moore Stephens LLP has expressed that they would not be seeking re-appointment as auditor at this Annual General Meeting. Efforts are being made by the Company to appoint a new auditor as soon as practicable. Further announcement would be released in due course once new appointment has been confirmed.

4. The proposed Resolution 5, if passed, will empower the Directors of the Company from the date of the Annual General Meeting to issue Shares in the Company up to an amount not exceeding in total 50% of the total number of issued Shares in the capital of the Company with a sub-limit of 20% other than on a pro-rata basis to shareholders for the time being for such purposes as they consider would be in the interest of the Company. The authority will, unless previously revoked or varied at a general meeting, expire at 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.

Personal data privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting ("AGM") and/or any adjournment thereof, a member (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, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the 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.