APAC REALTY LIMITED
(Company Registration No. 201319080C)
(Incorporated in the Republic of Singapore)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of APAC Realty Limited ("**APAC Realty**" or the "**Company**") will be held at 450 Lorong 6 Toa Payoh, ERA APAC Centre, Level 2, Singapore 319394 on Thursday, 23 April 2026 at 2.00 p.m. for the following purposes:

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 2025 together with the Auditors' Report.

   (Resolution 1)

2. To declare a one-tier tax-exempt final dividend of 1.80 Singapore cents per share for the financial year ended 31 December 2025. (FY2024: 1.20 Singapore cents per share)

   (Resolution 2)

   [See Explanatory Note (i)]

3. To note that Mr Wong Hin Sun, Eugene, will be retiring pursuant to Article 94 of the Company's Constitution and he will not be seeking re-election at this Annual General Meeting.

   [See Explanatory Note (ii)]

4. To re-elect the following Directors of the Company retiring pursuant to the Constitution of the Company:

(a) Mr Chua Khee Hak	(Retiring under Article 94)	**(Resolution 3)**
(b) Mr Chan Thiong Joo Edwin	(Retiring under Article 100)	**(Resolution 4)**

   [See Explanatory Note (iii)]

   Mr Chua Khee Hak will, upon re-election as a Director of the Company, remain as the Executive Chairman of the Company and will be considered non-independent. Mr Chua will re-designate from Executive Chairman to Non-Executive Chairman after the conclusion of the Annual General Meeting.

   Mr Chan Thiong Joo Edwin will, upon re-election as a Director of the Company, remain as a member of the Audit and Risk Committee, Nominating and Remuneration Committees and will be considered independent.

5. To approve the payment of Directors' fees of S$195,000 for the financial year ended 31 December 2025 (FY2024: S$195,000).

   (Resolution 5)

6. To re-appoint Ernst & Young LLP as the Auditor of the Company for the ensuing year and to authorise the Directors of the Company to fix its remuneration.

   (Resolution 6)

7. 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 resolutions with or without any modifications as Ordinary Resolutions:

8. **Authority to issue shares**

   That pursuant to Section 161 of the Companies Act 1967 (the "**Companies Act**") and Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), the Directors of the Company be authorised and empowered to:

(a) (i) issue shares in 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) options, 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 of the Company may in their absolute discretion deem fit; and

(b) (notwithstanding 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 of the Company while this Resolution was in force,

provided that:

(1) the aggregate number of shares (including shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares to be issued other than on a pro rata basis to shareholders of the Company shall not exceed 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-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 shares that may be issued under sub-paragraph (1) above, the total number of issued shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time of the passing of this Resolution, 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 vesting of share awards; and

(c) any subsequent bonus issue, consolidation or subdivision of shares.

Adjustments in accordance with sub-paragraph (2)(a) or (2)(b) are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution;

(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) and the Constitution of the Company; and

(4) unless revoked or varied by the Company in a general meeting, such authority 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 earlier.

(Resolution 7)

[See Explanatory Note (iv)]

9. **Renewal of the Share Buy-back Mandate**

That:

(a) for the purposes of Sections 76C and 76E of the Companies Act, the exercise by the Directors of all the powers of the Company to purchase or otherwise acquire ordinary shares in the share capital of the Company ("**Shares**") not exceeding in aggregate the Maximum Limit (as hereafter defined), at such price or prices as may be determined by the Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:

(i) on-market purchase(s) (each an "**On-Market Share Buy-back**") transacted on the SGX-ST through the SGX-ST's trading system; and/or

(ii) off-market purchase(s) (each an "**Off-Market Equal Access Share Buy-back**") (if effected otherwise than on the SGX-ST) in accordance with any equal access scheme(s) as may be determined or formulated by the Directors as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,

and otherwise in accordance with all other laws and regulations and rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the "**Share Buy-back Mandate**");

(b) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors of the Company pursuant to the Share Buy-back Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:

(i) the date on which the next annual general meeting of the Company is held or required by law to be held, whichever is the earlier;

(ii) the date on which purchases and acquisitions of Shares pursuant to the Share Buy-back Mandate are carried out to the full extent mandated; and

(iii) the date on which the authority conferred by the Share Buy-back Mandate is revoked or varied by the Company in a general meeting; and

(c) in this Resolution:

"**Average Closing Market Price**" means the average of the closing market prices of the Shares over the last five market days on which transactions in the Shares were recorded before the day of the On-Market Share Buy-back or, as the case may be, the day of the making of the offer pursuant to the Off-Market Equal Access Share Buy-back, and deemed to be adjusted for any corporate action that occurs during the relevant five-day period and the day on which the purchases are made;

"**day of the making of the offer**" means the day on which the Company makes an offer for the purchase of Shares from holders of Shares, stating therein the relevant terms of the equal access scheme for effecting the Off-Market Equal Access Share Buy-back;

"**Maximum Limit**" means that number of issued Shares representing 10% of the total number of issued Shares as at the date of the passing of this Resolution (excluding treasury shares and subsidiary holdings (as defined in the listing rules of the SGX-ST as amended, modified or supplemented from time to time));

"**Maximum Price**" in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, commission, stamp duties, applicable goods and services tax and other related expenses) which shall not exceed (in the case of both an On-Market Share Buy-back and an Off-Market Equal Access Share Buy-back) 105% of the Average Closing Market Price of the Shares; and

(d) the Directors of the Company and/or any 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 he may consider expedient or necessary or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this Resolution.

(Resolution 8)

[See Explanatory Note (v)]

10. **Authority to allot and issue Shares under the APAC Realty Limited Performance Share Plan**

That pursuant to Section 161 of the Companies Act, the Directors be authorised and empowered to grant awards in accordance with the provisions of the APAC Realty Limited Performance Share Plan and to allot and issue from time to time, such number of Shares as may be required to be issued pursuant to the vesting of awards under the APAC Realty Limited Performance Share Plan, provided always that the aggregate number of Shares issued and issuable pursuant to vesting of awards granted under the APAC Realty Limited Performance Share Plan, when added to (i) the number of Shares issued and issuable in respect of all awards granted or awarded thereunder; and (ii) all Shares issued and issuable in respect of all options granted or awards granted under any other share incentive scheme or share plan adopted by the Company for the time being in force, shall not exceed fifteen per centum (15%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) on the day preceding the relevant date of the award.

(Resolution 9)

[See Explanatory Note (vi)]

By Order of the Board

Ngiam May Ling
Secretary

Singapore
1 April 2026

Explanatory Notes:

(i) For the financial year ended 31 December 2024, the Company paid an interim dividend of 0.90 Singapore cents per share and a final tax-exempt dividend of 1.20 Singapore cents per share. For the financial year ended 31 December 2025, the Company has paid an interim dividend of 2.70 Singapore cent per share and will be paying an additional final tax-exempt dividend of 1.80 Singapore cents per share, if approved by the members at this Annual General Meeting.

(ii) Upon the retirement of Mr Wong Hin Sun, Eugene as a Lead Independent Director of the Company at the conclusion of this Annual General Meeting, Mr Wong Hin Sun, Eugene will concurrently cease to be the Chairman of Nominating Committee and a member of the Audit and Risk and Remuneration Committees.

(iii) Resolutions 3 and 4 are for the re-election of Mr Chua Khee Hak and Mr Chan Thiong Joo Edwin, the Directors of the Company who retire by rotation at the Annual General Meeting. For more information on the Directors, please refer to the 'Additional Information on Directors Seeking Re-Election' section in the Annual Report.

(iv) Resolution 7, if passed, will empower the Directors of the Company, effective 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 or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue shares, make or grant Instruments convertible into shares and to issue shares pursuant to such Instruments, up to a number not exceeding, in total, 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings), of which up to 20% may be issued other than on a pro rata basis to shareholders. For determining the aggregate number of shares that may be issued, the total number of issued shares (excluding treasury shares and subsidiary holdings) will be calculated based on the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed after adjusting for new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards and any subsequent bonus issue, consolidation or subdivision of shares. These adjustments are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution.

(v) Resolution 8, if passed, will empower the Directors of the Company effective until the earliest of: (i) the date on which the next Annual General Meeting of the Company is held or required by law to be held, whichever is the earlier; (ii) the date on which purchases and acquisitions of Shares pursuant to the Share Buy-back Mandate are carried out to the full extent mandated; and (iii) the date on which the authority conferred by the Share Buy-back Mandate is revoked or varied by the Company in a general meeting, to repurchase ordinary shares of the Company by way of market purchases or off-market purchases of up to 10% of the total number

of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the Maximum Price as defined in the Resolution. The rationale for, the authority and limitation on, the sources of funds to be used for the purchase or acquisition including the amount of financing and the financial effects of the purchase or acquisition of ordinary shares by the Company pursuant to the Share Buy-back Mandate on the audited consolidated financial statements of the Group for the financial year ended 31 December 2025 are set out in greater detail in the Letter to Shareholders dated 1 April 2026.

(vi) Resolution 9, if passed, will empower the Directors, effective 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, or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to grant awards under the APAC Realty Limited Performance Share Plan in accordance with the provisions of the APAC Realty Limited Performance Share Plan and to allot and issue from time to time such number of fully-paid Shares as may be required to be issued pursuant to the vesting of the awards under the APAC Realty Limited Performance Share Plan subject to the maximum number of Shares prescribed under the terms and conditions of the APAC Realty Limited Performance Share Plan.

The aggregate number of Shares which may be allotted and issued pursuant to the APAC Realty Limited Performance Share Plan and under any other share incentive scheme or share plan adopted by the Company for the time being in force is limited to fifteen per centum (15%) of the total number of 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 7 above.

Notes:

1. The Annual General Meeting will be held, in a wholly physical format, at the venue, date and time stated above. Members, including CPF/SRS investors, and (where applicable) duly appointed proxies and representatives will be able to ask questions and vote at the Annual General Meeting in person. There will be no option for members to participate virtually.

2. Printed copies of this Notice of Annual General Meeting and Proxy Form will be sent to members by post. These documents will also be made available on the Company's website at the URL https://apacrealty.era.com.sg/agm and SGX website at the URL https://www.sgx.com/securities/company-announcements.

3. The Annual Report 2025 and the Letter to Shareholders dated 1 April 2026 in relation to the proposed renewal of the Share Buy-back Mandate have been published on the Company's website at the URL https://apacrealty.era.com.sg/agm and SGX website at the URL https://www.sgx.com/securities/company-announcements. The Members will need an internet browser and PDF reader to view the Annual Report 2025.

4. Printed copies of the Annual Report 2025 and the Letter to Shareholders dated 1 April 2026 in relation to the proposed renewal of the Share Buy-back Mandate will not be sent to the Members. Members may request for printed copies of the Annual Report 2025 and the Letter to Shareholders dated 1 April 2026 in relation to the proposed renewal of the Share Buy-back Mandate by completing and submitting the request by email to ir@apacrealty.com.sg no later than Tuesday, 14 April 2026 with the following information:

   (i) your CDP Securities Account Number. If your shares are under/through your CPF Investment Scheme Account or physical scrip(s), please indicate as such;
   (ii) your full name; and
   (iii) your mailing address.

5. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the Annual General Meeting. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.

   (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the Annual General Meeting, 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 form of proxy appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

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

A member who wishes to appoint a proxy(ies) must complete the instrument appointing a proxy(ies), before submitting it in the manner set out below.

6. A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the Meeting as his/her/its proxy.

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

   (a) if submitted personally or by post, be lodged at the Company's registered office at 450 Lorong 6 Toa Payoh, #03-01 ERA APAC Centre, Singapore 319394; or

   (b) if submitted electronically, be submitted via email to ir@apacrealty.com.sg,

   and in either case, must be lodged or received (as the case may be) by 2.00 p.m. on Monday, 20 April 2026, being not less than 72 hours before the time appointed for the holding of the Annual General Meeting.

8. CPF/SRS investors:

   (a) may vote at the Annual General Meeting if they are appointed as proxies by their respective CPF Agent Banks/SRS Operators, and should contact their respective CPF Agent Banks/SRS Operators if they have any queries regarding their appointment as proxies; or

   (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the Annual General Meeting, in which case they should approach their respective CPF Agent Banks/SRS Operators by 5.00 p.m. on Friday, 10 April 2026 to submit their votes.

9. Members, including CPF/SRS investors, may submit substantial and relevant questions related to the resolutions to be tabled for approval at the Annual General Meeting in advance of the Annual General Meeting. Such questions must be received by 2.00 p.m. on Wednesday, 8 April 2026, and be submitted in the following manner:

   (a) if submitted personally or by post, be lodged at the Company's registered office at 450 Lorong 6 Toa Payoh, #03-01 ERA APAC Centre, Singapore 319394; or

   (b) if submitted electronically, be submitted via email to ir@apacrealty.com.sg.

   When submitting questions by post or via email, members should also provide their following information for verification purposes:

   (a) status: individual shareholder or corporate representative;
   (b) full name/full company name (as per CDP/CPF/SRS records);
   (c) NRIC/FIN/Passport No./UEN;
   (d) electronic mail address;
   (e) contact number (optional);
   (f) address; and
   (g) the manner in which the shareholder holds shares in the Company (e.g., via CDP, CPF and/or SRS).

10. The Company will address all substantial and relevant questions received from members by 8 April 2026 submission deadline by publishing the responses to such questions on the Company's website at the URL https://apacrealty.era.com.sg/agm and SGX website at the URL https://www.sgx.com/securities/company-announcements after the close of market on Friday, 17 April 2026. If questions or follow-up questions are submitted after the 8 April 2026 deadline, the Company will endeavour to address these questions at the Annual General Meeting itself. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.

11. The Company will, within one month after the date of the Annual General Meeting, publish the minutes of the Annual General Meeting on the Company's website at the URL https://apacrealty.era.com.sg/agm and SGX website at the URL https://www.sgx.com/securities/company-announcements and the minutes will include the responses to the substantial and relevant questions raised during the Annual General Meeting.

12. Members, including CPF/SRS investors, and (where applicable) duly appointed proxies and representatives can also ask the Chairman of the Meeting substantial and relevant questions related to the resolutions to be tabled for approval at the Annual General Meeting, at the Annual General Meeting itself.

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 and/or any adjournment thereof, a member of the Company (a) 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 Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines (collectively, the "**Purposes**"); (b) 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 (c) 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.