



HOTUNG INVESTMENT HOLDINGS LIMITED

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Hotung Investment Holdings Limited ("**Company**") will be held at THE CHEVRONS, Rose Room, Level 3, 48 Boon Lay Way, Singapore 609961, on 23 April 2024 (Tuesday) at 10:00 a.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 2023, together with the Independent Auditors' Report thereon. **(Resolution 1)**
2. To approve and declare a first and final dividend for the financial year ended 31 December 2023 of NT\$2.55 per share as recommended by the directors of the Company ("**Directors**"), to be payable on such date to be determined by the Directors and to be distributed in such manner as the Directors deem fit. The Directors be and are hereby fully authorized to do all acts and things they consider necessary, expedient and appropriate to effect and implement this Resolution. **(Resolution 2)**
3. To note the following Directors will be retiring pursuant to the Bye-laws of the Company ("**Bye-laws**") and Rule 720(5) of the listing manual of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") ("**Listing Manual**"):

Dr. Ng-Chee Tan;
Ms. Pi-Tien Chen;
Mr. Andy C.W. Chen; and
Mr. Kenichi Shimomoto,

And

To re-elect the following retiring Directors who have offered themselves for re-election:

Mr. Andy C.W. Chen; and
Mr. Kenichi Shimomoto,

(Resolution 3)
(Resolution 4)

And

To note that the following retiring Directors will not be seeking re-election:

Dr. Ng-Chee Tan; and
Ms. Pi-Tien Chen.
(See Explanatory Note 1)

4. To re-elect Mr. Hwai-Hsin Liang who will be retiring pursuant to Bye-law 100 of the Bye-laws.
(See Explanatory Note 2) **(Resolution 5)**
5. To elect Mr. David Chong, PBM as a Director of the Company pursuant to Bye-law 97 of the Bye-laws.
(See Explanatory Note 3) **(Resolution 6)**
6. To approve Directors' Fees of NT\$10 million for the financial year ended 31 December 2023 to the Directors. **(Resolution 7)**
7. To re-appoint KPMG LLP as Auditors of the Company until the conclusion of the next annual general meeting and to authorize the Directors to fix their remuneration. **(Resolution 8)**

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions (with or without modifications) as Ordinary Resolutions:

8. THAT:

(Resolution 9)

- (A) subject to the provisions of the Bye-laws and the Listing Manual, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue (whether by way of rights, bonus or otherwise) and deal with additional shares in the capital of the Company including but not limited to the listing of such additional shares on the SGX-ST and/or the offering of depository receipts in respect of such additional shares and to make or grant offers and agreements which might require the exercise of such power be and is hereby generally and unconditionally approved;
- (B) authority be and is hereby given to the Directors to allot and issue shares pursuant to offers, agreements and options made or granted during the Relevant Period (as hereinafter defined) that might or would require shares to be issued, including but not limited to the creation and issuance during the Relevant Period of (as well as adjustments to) warrants, debentures or other instruments convertible into shares (collectively, the "**Instruments**"), upon such terms and conditions and for such purposes and to such persons as the Directors may, in their absolute discretion, deem fit, notwithstanding that such allotment and issuance of shares pursuant to the Instruments are made after the end of the Relevant Period (as hereinafter defined);
- (C) the aggregate nominal amount of share capital to be allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an Instrument or otherwise) by the Directors pursuant to the approval in paragraphs (A) and (B) above (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed 50% of the aggregate nominal amount of the share capital of the Company in issue (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, of which the aggregate nominal amount of share capital to be allotted other than on a pro-rata basis to the existing members of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed 20% of the aggregate nominal amount of the share capital of the Company in issue (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed and the said approval shall be limited accordingly;
- (D) 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 paragraph (C) above, the percentage of issued share capital shall be based on the issued share capital of the Company (excluding treasury shares and subsidiary holdings) 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 are outstanding or subsisting at the time this Resolution is passed, provided that the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual; and
 - (ii) any subsequent bonus issue, consolidation or sub-division of shares; and
- (E) for the purpose of this Resolution, "**Relevant Period**" means the period commencing from the passing of this Resolution and expiring on the earliest of:
 - (i) the conclusion of the next annual general meeting of the Company;
 - (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held; or

- (iii) the date on which the authority given under this Resolution is revoked or varied by an ordinary resolution of the shareholders of the Company ("**Shareholders**") in general meeting.

(See Explanatory Note 4)

9. **THAT:**

(Resolution 10)

- (A) the exercise by the Directors of all the powers of the Company to purchase or acquire issued ordinary shares in the capital of the Company ("**Shares**") not exceeding in aggregate the Maximum Limit (as hereinafter defined), at such price or prices as may be determined by the Directors from time to time up to the Maximum Price (as hereinafter defined), whether by way of:

- (i) market purchase(s) ("**On-Market Purchases**") on the SGX-ST; and/or
- (ii) off-market purchase(s) (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 based on the requirements of section 76C of the Companies Act 1967 of Singapore ("**Off-Market Purchases**"),

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

- (B) the authority conferred on the Directors pursuant to the Proposed 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 conclusion of the next annual general meeting of the Company or the date by which it is required to be held;
- (ii) the date on which the share buy-backs are carried out to the full extent mandated; or
- (iii) the date the said mandate is revoked or varied by the Shareholders in a general meeting;

- (C) in this Resolution:

"**Maximum Limit**" means such number of Shares representing 10% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) as at the date of the general meeting at which the Proposed Share Buy-back Mandate is approved by the Shareholders; and

"**Maximum Price**" in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, commission, applicable goods and services tax and other related expenses) which shall be determined by the Directors, but must not exceed:

- (i) in the case of an On-Market Purchase of a Share, 105% of the Average Closing Price of the Shares; and
- (ii) in the case of an Off-Market Purchase of a Share pursuant to an equal access scheme, 120% of the Average Closing Price of the Shares,

where:

"**Average Closing Price**" means the average of the closing market prices of the Shares over the last five (5) days on which the SGX-ST is open for securities trading, on which transactions in the Shares were recorded, preceding the day of the On-Market Purchase or, as the case may be, preceding the date of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs during the relevant five (5)-day period and the day on which the purchases are made; and

“date of the making of the offer” means the date on which the Company announces its intention to make an offer for an Off-Market Purchase, stating the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase.
(See Explanatory Note 5)

10. To transact any other business that may be transacted at an annual general meeting.

By Order of the Board

Hsin-Chieh Chung
Company Secretary

Taipei, Taiwan
8 April 2024

Notes:

General

1. The annual general meeting of the Company ("**AGM**") will be held, **in a wholly physical format**, at THE CHEVRONS, Rose Room, Level 3, 48 Boon Lay Way, Singapore 609961, on 23 April 2024 at 10:00 a.m. **There will be no option for Shareholders to participate virtually.**
2. Printed copies of the notice of the AGM to be held on 23 April 2024 ("**Notice**"), together with printed copies of the proxy form and request form (which shall include, amongst others, details of the publication of the 2023 Annual Report (as defined below) and Appendix (as defined below) on the SGX-ST's website and the Company's website, and how a Shareholder is to notify the Company of his/her/its election to receive the 2023 Annual Report and Appendix in physical form if he/she/it wishes to receive the same in physical form) have been sent to Shareholders on 8 April 2024, and shall also be made available at the SGX-ST's website at the URL <https://www.sgx.com/securities/company-announcements?value=HOTUNG%20INVESTMENT%20HLDGS%20LD&type=company> and the Company's website at the URL <https://www.hihl.com.sg/news-and-events/events/default.aspx>.

Submission of questions in advance of, or at, the AGM

1. Shareholders can submit substantial and relevant questions related to the resolutions to be tabled for approval at the AGM to the Chairman of the AGM, in advance of the AGM, in the following manner:
 - a. **By email** to hihl@equity.com.tw.
 - b. **By post** to the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07 Singapore 098632.

When sending in your questions by email or post, please also provide us with the following details:

- your full name; and
- your address.

Shareholders are strongly encouraged to submit their questions by email.

2. **All questions must be submitted by 15 April 2024.** We will address all substantial and relevant questions received from Shareholders before the deadline of 15 April 2024 during the AGM. **Where substantially similar questions are received, we will consolidate such questions and consequently not all questions may be individually addressed.**
3. If Shareholders have substantial and relevant questions related to the resolutions to be tabled for approval at the AGM but have not submitted them to the Company by 15 April 2024, they may ask those questions during the allocated time at the AGM itself.
4. We will publish the minutes of the AGM on the Company's website and on SGX-ST's website within one (1) month after the date of the AGM, and the minutes will include the responses to substantial and relevant questions from Shareholders which are addressed during the AGM.

Voting

All the resolutions will be put to vote at the AGM (and at any adjournment thereof) by way of a poll.

Submission of proxy forms

1. **Shareholders can vote at the AGM in person or through their duly appointed proxy(ies). Shareholders who wish to appoint a proxy(ies) must submit an instrument appointing a proxy(ies) in accordance with the instructions set out in the proxy form.**
2. Shareholders may also choose to appoint the Chairman of the AGM as his/her/its proxy to vote on his/her/its behalf at the AGM.
3. **Submission of proxy forms:** proxy forms must be submitted to the Company by post, at the office of the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07 Singapore 098632 **by 10:00 a.m. on 21 April 2024.**

A Shareholder who wishes to submit an instrument of proxy must first complete and sign the proxy form, before submitting it by post to the address provided above.

Annual Report and Appendix to the Notice

The Company's Annual Report for the financial year ended 31 December 2023 ("**2023 Annual Report**") shall be published on the Company's website at the URL <https://www.hihl.com.sg/financials/annual-reports/default.aspx> and the Appendix to the Notice containing information on Ordinary Resolution 10 ("**Appendix**") shall be published on the Company's website at the URL <https://www.hihl.com.sg/news-and-events/events/default.aspx> on 8 April 2024. The 2023 Annual Report and the Appendix shall also be made available on the SGX-ST's website at the URL <https://www.sgx.com/securities/company-announcements?value=HOTUNG%20INVESTMENT%20HLDGS%20LD&type=company> on 8 April 2024.

Explanatory Note(s):Explanatory Note 1:

Pursuant to the Bye-laws and Rule 720(5) of the Listing Manual, the following Directors will be retiring at the AGM to be held on 23 April 2024 ("**2024 AGM**"):

- 1-1 Dr. Ng-Chee Tan;
 1-2 Ms. Pi-Tien Chen;
 1-3 Mr. Andy C.W. Chen; and
 1-4 Mr. Kenichi Shimomoto.

Dr. Ng-Chee Tan and Ms. Pi-Tien Chen have indicated their intention not to seek re-election, and will accordingly retire at the conclusion of the 2024 AGM. Mr. Andy C.W. Chen and Mr. Kenichi Shimomoto have offered themselves for re-election.

Information of each of Mr. Andy C.W. Chen and Mr. Kenichi Shimomoto as set out in Appendix 7.4.1 pursuant to Rule 720(6) of the Listing Manual is provided as follows:

1-1 Mr. Andy C.W. Chen

Date of Appointment	26 July 1997
Date of last re-appointment (if applicable)	19 April 2022
Name of person	Andy C.W. Chen
Age	63
Country of principal residence	Taiwan
The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations, and the search and nomination process)	The Board reviewed the background, skills and experiences of Mr. Andy C.W. Chen and following due deliberation, resolved that Mr. Andy C.W. Chen be proposed to be re-elected as a Director of the Company.
Whether appointment is executive, and if so, the area of responsibility	Non-Executive
Job Title (e.g., Lead ID, AC Chairman, AC Member etc.)	Non-Executive Director
Professional qualifications	1987 - 1988 M.S. University of Illinois 1984 - 1986 M.S. Pace University 1978 - 1982 B.A. Chinese Culture University
Working experience and occupation(s) during the past 10 years	None
Shareholding interest in the listed issuer and its subsidiaries	No
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	Mr. Andy C.W. Chen is the spouse of the Chairman and CEO of the Company, Ms. Tsui-Hui Huang, who is also a substantial shareholder of the Company.
Conflict of interest (including any competing business)	None
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes
Other Principal Commitments* Including Directorships	
* "Principal Commitments" has the same meaning as defined in the Code#.	
# The Code of Corporate Governance, as from time to time amended, modified or supplemented.	
Past (for the last 5 years)	Nil
Present	Hotung International Company Ltd. / Non-Executive Director Hotung Venture Capital Corporation / Non-Executive Director Daitung Development and Investment Corporation / Non-Executive Director
Information required under items (a) to (k) of Appendix 7.4.1 of SGX-ST Listing Manual	The responses in respect of Mr. Andy C.W. Chen under items (a) to (k) of Appendix 7.4.1 of the SGX-ST Listing Manual are all "No".

1-2 Mr. Kenichi Shimomoto

Date of Appointment	13 August 2020
Date of last re-appointment (if applicable)	16 April 2021
Name of person	Kenichi Shimomoto
Age	55
Country of principal residence	Japan

The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations, and the search and nomination process)	The Board reviewed the background, skills and experiences of Mr. Kenichi Shimomoto and following due deliberation, resolved that Mr. Kenichi Shimomoto be proposed to be re-elected as a Director of the Company.
Whether appointment is executive, and if so, the area of responsibility	Non-Executive
Job Title (e.g., Lead ID, AC Chairman, AC Member etc.)	Non-Executive Director
Professional qualifications	1987 - 1993 Faculty of Law / University of Tokyo 1998 - 1999 LL.M. (Master of Law) / College of Law, University of Illinois at Urbana-Champaign
Working experience and occupation(s) during the past 10 years	March 2020 – Present Senior Managing Director, International Investment / Daiwa Corporate Investment Co., Ltd. April 2019 – September 2022 Senior Managing Director, International Investment / Daiwa PI Partners Co. Ltd. April 2020 – December 2020 Head of International Investment Department / Daiwa Corporate Investment Co., Ltd. October 2015 – March 2019 Managing Director, Head of Strategic Advisory Department I (M&A Advisory) / Daiwa Securities Co. Ltd. December 2005 – September 2015 Director, Executive Director, Managing Director, Strategic Advisory Department (M&A Advisory) / Daiwa Securities Co. Ltd.
Shareholding interest in the listed issuer and its subsidiaries	No
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	Mr. Kenichi Shimomoto was nominated for appointment as a Director by Daiwa Corporate Investment Co., Ltd., a substantial shareholder of the Company.
Conflict of interest (including any competing business)	None
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes
Other Principal Commitments* Including Directorships	
* "Principal Commitments" has the same meaning as defined in the Code#. # The Code of Corporate Governance, as from time to time amended, modified or supplemented.	
Past (for the last 5 years)	DCI Partners Co., Ltd. / Non-Executive Director Guoxin Guohe (Hangzhou) Corporate Counselling Company Limited / Non-Executive Director DO Microfinance Company Limited / Non-Executive Director Daiwa PI Partners Singapore Pte. Ltd. / Non-Executive Director Daiwa PI Partners Co. Ltd. / Senior Managing Director Roots Capital Investment Pte.Ltd. / Non-Executive Director Daiwa Corporate Investment Co., Ltd. / Head of International Investment Department Daiwa Securities Co., Ltd. / Managing Director, Head of Strategic Advisory Department I (M&A Advisory)
Present	Daiwa Corporate Investment Co., Ltd. / Senior Managing Director Daiwa Corporate Investment Asia Limited / Non-Executive Director DCI Vietnam Capital Management Co. Ltd. / Non-Executive Director DCI Vietnam Fund III Management Co., Ltd. / Non-Executive Director Hotung International Company Ltd. / Non-Executive Director Hotung Venture Capital Corporation / Non-Executive Director Daitung Development and Investment Corporation / Non-Executive Director Huitung Investments (BVI) Limited / Non-Executive Director Hubei TongYing Fund Investment Management Co., Ltd. / Non-Executive Director Hubei CECEP Yihe Private Equity Fund Investment Management Co., Ltd. / Non-Executive Director Hubei Tongying Enterprise Management Consulting Co., Ltd. / Non-Executive Director
Information required under items (a) to (k) of Appendix 7.4.1 of SGX-ST Listing Manual	The responses in respect of Mr. Kenichi Shimomoto under items (a) to (k) of Appendix 7.4.1 of the SGX-ST Listing Manual are all "No".

Explanatory Note 2:

Pursuant to Bye-law 100 of the Bye-laws, any Director appointed by the Board shall retire at the next AGM and shall then be eligible for re-election at that meeting.

Information of Mr. Hwai-Hsin Liang as set out in Appendix 7.4.1 pursuant to Rule 720(6) of the Listing Manual is provided as follows:

Date of Appointment	9 November 2023
Date of last re-appointment (if applicable)	NA
Name of person	Hwai-Hsin Liang
Age	58
Country of principal residence	Taiwan
The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations, and the search and nomination process)	The Board reviewed the background, skills and experiences of Mr. Hwai-Hsin Liang and following due deliberation, resolved that Mr. Hwai-Hsin Liang be proposed to be re-elected as a Director of the Company.
Whether appointment is executive, and if so, the area of responsibility	Non-Executive
Job Title (e.g., Lead ID, AC Chairman, AC Member etc.)	Non-Executive Director
Professional qualifications	2007 Chartered Arbitrator of Chinese Arbitration Association, Taipei 2006 - 2012 Doctor of Law, International Law Institute, University of International Business and Economics 2002 Patent Agent in Taiwan (R.O.C.) 2001 Attorney at Law (Admitted in Taiwan (R.O.C.)) 1995 - 1998 LL.M., Fu-Jen Catholic University 1986 - 1990 LL.B., Fu-Jen Catholic University
Working experience and occupation(s) during the past 10 years	2002.11 ~ current Managing Partner / Giant Era International Law Office
Shareholding interest in the listed issuer and its subsidiaries	No
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	None
Conflict of interest (including any competing business)	None
Undertaking (in the format set out in <u>Appendix 7.7</u>) under Rule 720(1) has been submitted to the listed issuer	Yes
Other Principal Commitments* Including Directorships	
* "Principal Commitments" has the same meaning as defined in the Code#.	
# The Code of Corporate Governance, as from time to time amended, modified or supplemented.	
Past (for the last 5 years)	Taiwan FamilyMart Co., Ltd. / Independent Director
Present	Giant Era International Law Office / Managing Partner AGV Products Corp. / Non-Executive Director
Information required under items (a) to (k) of Appendix 7.4.1 of SGX-ST Listing Manual	The responses in respect of Mr. Hwai-Hsin Liang under items (a) to (k) of Appendix 7.4.1 of the SGX-ST Listing Manual are all "No".

Explanatory Note 3:

Information of Mr. David Chong, PBM as set out in Appendix 7.4.1 pursuant to Rule 720(6) of the Listing Manual is provided as follows:

Date of Appointment	23 April 2024 (subject to Shareholders' approval being obtained at the 2024 AGM for the appointment)
Date of last re-appointment (if applicable)	NA
Name of person	David Chong, PBM
Age	50
Country of principal residence	Singapore
The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations, and the search and nomination process)	The Board, having considered the recommendation from the Nominating Committee, and having reviewed and considered the qualifications and experience of Mr. David Chong, PBM, resolved that Mr. David Chong, PBM be proposed to be appointed as a Director of the Company at the 2024 AGM.
Whether appointment is executive, and if so, the area of responsibility	Non-Executive
Job Title (e.g., Lead ID, AC Chairman, AC Member etc.)	Non-Executive Director
Professional qualifications	2003 Solicitor, England & Wales 1999 Advocate & Solicitor / Supreme Court of Singapore 1997 – 1998 DipSing Law / National University of Singapore 1994 – 1997 B.A. (Hons) / Cambridge University, U.K.
Working experience and occupation(s) during the past 10 years	2006 – Present Partner of Shook Lin & Bok LLP
Shareholding interest in the listed issuer and its subsidiaries	No
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	None
Conflict of interest (including any competing business)	Mr. David Chong, PBM is a partner of Shook Lin & Bok LLP ("SLB"). One of his fellow partners provides legal advisory services to the Company although the annual fee revenue received by SLB is not material.
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Undertaking will be submitted to the Company at the 2024 AGM, subject to Shareholders' approval being obtained at the 2024 AGM for the appointment.
Other Principal Commitments* Including Directorships	
* "Principal Commitments" has the same meaning as defined in the Code#.	
# The Code of Corporate Governance, as from time to time amended, modified or supplemented.	
Past (for the last 5 years)	Nil
Present	Singapore International Foundation / Non-Executive Director Catholic High School / Non-Executive Director Shook Lin & Bok LLP / Partner, Head of Corporate Practice and member of Executive Committee
Information required under items (a) to (k) of Appendix 7.4.1 of SGX-ST Listing Manual	<p>The responses in respect of Mr. David Chong, PBM under items (a) to (k) of Appendix 7.4.1 of the SGX-ST Listing Manual are all "No", save for items (i) and (k), which are as follows:</p> <p><u>Item (i): Whether you have ever been the subject of any order, judgment, or ruling of any court, tribunal or governmental body permanently or temporarily enjoining you from engaging in any type of business practice or activity?</u></p> <p>Response: Yes. Required by the Securities Industry Council in 2019 to temporarily abstain from advising on the Singapore Code on Take-overs and Mergers due to a technicality in the timing of the announcement of a general offer. There was no concealment of facts from the regulator whilst seeking regulatory clearance for the announcement and the general offer was allowed to be resumed on the same terms.</p> <p><u>Item (k): Whether you have been the subject of any current or past investigation or disciplinary proceedings, or have been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?</u></p>

	Response: See (i) above.
Any prior experience as a director of a listed company? If no, please provide details of any training undertaken in the roles and responsibilities of a director of a listed company.	No The Company will arrange for Mr. David Chong, PBM to attend training on the roles and responsibilities of a director of a listed issuer as prescribed by the SGX-ST.

Explanatory Note 4:

Ordinary Resolution 9 proposed in item 8 above, if passed, will authorize the Directors to (i) issue further shares during the Relevant Period (as defined in paragraph (E) of the Ordinary Resolution 9); and (ii) issue shares in pursuance of Instruments (as defined in paragraph (B) of the Ordinary Resolution 9) made or granted during the Relevant Period regardless whether such issuance of shares pursuant to the Instruments are made during the Relevant Period or after the expiry of the Relevant Period, up to an amount not exceeding 50% of the aggregate nominal amount of the share capital of the Company in issue (excluding treasury shares and subsidiary holdings) at the time this Ordinary Resolution 9 is passed, of which the aggregate nominal amount of the share capital to be allotted other than on a pro-rata basis to the existing members of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this Ordinary Resolution 9) shall not exceed 20% of the aggregate nominal amount of the share capital of the Company in issue (excluding treasury shares and subsidiary holdings) at the time this Ordinary Resolution 9 is passed.

For the purpose of determining the aggregate number of shares that may be issued, the percentage of shares shall be based on the issued share capital of the Company (excluding treasury shares and subsidiary holdings) at the time this Ordinary Resolution 9 is passed, after adjusting for (1) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards that are outstanding or subsisting when this Ordinary Resolution 9 is passed, provided that the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual; and (2) any subsequent bonus issue, consolidation or sub-division of shares.

This authority will, unless revoked or varied at a general meeting, expire at the conclusion of the next AGM or the expiration of the period within which the next AGM is required to be held, whichever is earlier; save and except that this authority extends to cover allotments and issuances of shares made after the end of the Relevant Period where such allotments and issuances of shares are made or granted pursuant to Instruments during the Relevant Period.

Explanatory Note 5:

Ordinary Resolution 10 proposed in item 9 above, if passed, will empower the Directors to buy-back Shares by way of On-Market Purchases and/or Off-Market Purchases in accordance with the terms and conditions set out in the Appendix. Please refer to the Appendix for additional information in relation to the Proposed Share Buy-back Mandate, which is a renewal of the mandate to empower the Directors to buy-back Shares first set out in the Company's appendix to the notice of AGM dated 1 April 2021 (approved by Shareholders on 16 April 2021), on the same terms and conditions.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 2024 AGM 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 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 2024 AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 2024 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.