

NOTICE OF ANNUAL GENERAL MEETING

SHANGHAI TURBO ENTERPRISES LTD.
(Incorporated in the Cayman Islands)
(Company Registration No. CT-151624)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting (the “**AGM**”) of Shanghai Turbo Enterprises Ltd. (the “**Company**”) will be held at The National University of Singapore Society Suntec City Guild House, 3 Temasek Boulevard #02-401/402 Suntec City Mall, Singapore 038983 on Wednesday, 20 December 2023 at 2.00 p.m. to transact the following businesses:

ORDINARY BUSINESSES

1. To receive and adopt the Directors’ Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2022 together with the Independent Auditors’ Report thereon.
(Resolution 1)
2. To re-elect the following Director retiring pursuant to Article 85(6) of the Company’s Constitution:

Mr. Gao Zhong **(Resolution 2)**

Mr. Gao Zhong will, upon re-election as Director of the Company, remain as an Executive Director and member of the Nominating and Remuneration Committee.
3. To re-elect the following Director retiring pursuant to Article 86(1) of the Company’s Constitution:

Mr. Foo Chee Meng **(Resolution 3)**

Mr. Foo Chee Meng will, upon re-election as Director of the Company, remain as Non-Executive Independent Director, Chairman of Nominating and Remuneration Committee and member of the Audit Committee.
4. To approve the payment of Directors’ Fees of RMB1.125 million for the financial year ending 31 December 2023 (FY2022: RMB1.125 million)
(Resolution 4)
5. To re-appoint Messrs. RT LLP as the Independent Auditors of the Company and to authorise the Directors of the Company to fix their remuneration.
(Resolution 5)
6. To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

By Order of the Board

Chong Eng Wee
Company Secretary
Singapore, 4 December 2023

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IMPORTANT NOTES:

1. PROXY AND VOTING AT THE AGM

- 1.1. Shareholders may attend, speak and vote at the AGM or appoint proxy or proxies to attend, speak and vote on their behalf at the AGM. A proxy need not be a member of the Company.
- 1.2. If a shareholder wishes to appoint a proxy or proxies to vote on their behalf at the AGM, duly executed proxy forms must be submitted through any one of the following means:
 - (a) if submitted by post, to be deposited at the registered office of the Company's Singapore Share Transfer Agent, In.Corp Corporate Services Pte. Ltd., at 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712; or
 - (b) if submitted electronically, to be submitted via email in Portable Document Format (PDF) to the Company's Singapore Share Transfer Agent, at shareregistry@incorp.asia,

in either case, not less than forty-eight (48) hours before the time appointed for the holding of the AGM and/or any adjournment thereof. A member who wishes to submit the proxy form must complete and sign the proxy form, before submitting it by post to the address provided above, or by scanning and sending it by email to the email address provided above.

- 1.3. In appointing the Chairman of the AGM as proxy, shareholders should specifically indicate in the proxy form how they wish to vote for or vote against (or abstain from voting on) the resolution set out in this Notice of AGM, failing which the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.
- 1.4. The proxy form must be under the hand of the appointor or of his attorney duly authorised in writing and where such instrument is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or a duly authorised officer. Where a proxy form is signed on behalf of the appointor by an attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.
- 1.5. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the AGM, in accordance with its Constitution and Section 179 of the Companies Act 1967 of Singapore, and the person so authorised shall upon production of a copy of such resolution certified by a director of the corporation to be a true copy, be entitled to exercise the powers on behalf of the corporation so represented as the corporation could exercise in person if it were an individual.

2. QUESTIONS

- 2.1. Shareholders and duly appointed proxy or proxies will be able to ask questions relating to the resolutions to be tabled for approval at the AGM. The Company will endeavour to respond to and address substantial and relevant questions as far as reasonably practicable during the AGM. Where there are substantially similar questions, the Company will consolidate such questions and consequently not all questions may be individually addressed.
- 2.2. Alternatively, Shareholders may submit questions related to the resolutions which will be tabled for approval at the AGM in advance either via:
 - (a) if submitted by post, to be deposited at the registered office of the Company's Singapore Share Transfer Agent, In. Corp Corporate Services Pte. Ltd. at 30 Cecil Street, #19-08, Prudential Tower, Singapore 049712; or
 - (b) if submitted electronically, to be submitted via email to the Company, at shareregistry@incorp.asia,

by 2 p.m on 11 December 2023. Shareholders who submit questions in advance of the AGM should identify themselves by stating his/her/its full name as it appears on his/her/its CDP share records,

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contact number and NRIC/Passport/Company Registration Number and state the manner in which he/she/it holds his/her/its shares in the Company for verification purposes.

- 2.3. Shareholders are encouraged to submit their questions via one of the foregoing means as soon as possible so that they may have the benefit of the answers to their questions (where substantial and relevant to the agenda of the AGM) prior to submitting their proxy forms. Please note that substantial and relevant questions (as may be determined by the Company at its sole discretion) from shareholders submitted in advance and received by the Company would be addressed by the Company and published on the SGX website no later than 48 hours before the deadline for submission of the proxy forms. The Company will also address any subsequent clarifications sought, or follow-up questions, prior to, or at, the AGM in respect of substantial and relevant matters.

3. AGM DOCUMENTS

The Annual Report, Notice of AGM and Proxy Form will be despatched to shareholders and published on SGXNet at the URL <https://www.sgx.com/securities/company-announcements>.

Personal data privacy:

“**Personal data**” in this Notice has the meaning ascribed to it pursuant to the Personal Data Protection Act 2012 of Singapore. By submitting (a) details for the registration to observe or participate in the proceeding of the AGM, or (b) an instrument appointing the Chairman of the AGM (or any person other than the Chairman) as proxy to attend, speak and vote at the AGM and/or any adjournment thereof, (c) any questions prior to the AGM in accordance with this Notice of 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, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman as proxy for the AGM (or any person other than the Chairman), processing the registration for purpose of granting access to members (or their appointed proxies) to observe and participate in the proceedings of the AGM, addressing relevant and substantial questions from members received before the AGM and if necessary, following-up with the relevant members in relation to such questions, and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM, 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.

Photographic, sound and/or video recordings at the AGM may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the AGM. Accordingly, the personal data of a member of the Company (such as his name, his presence at the AGM and any questions he may raise or motions he propose/second) may be recorded by the Company for such purpose.