

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of **Leader Environmental Technologies Limited** (the "Company") will be held physically at Amara Hotel, Connection 1 Level 3, 165 Tanjong Pagar Road, Singapore 088539 on Thursday, 27 April 2023 at 10.00 am (Singapore time) to transact the following businesses:

ORDINARY BUSINESS:

1. To receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2022 together with the Auditors' reports thereon. **(Resolution 1)**
2. To re-elect Mr Mak Yen-Chen Andrew, who is retiring by rotation in accordance with Regulation 104 of the Company's Constitution, as Director of the Company. **(Resolution 2)**
(See Explanatory Note (i))
3. To re-elect Mr Lee Suan Hiang, who is retiring by rotation in accordance with Regulation 104 of the Company's Constitution, as Director of the Company. **(Resolution 3)**
(See Explanatory Note (ii))
4. To approve the payment of Directors' fees of up to S\$350,000 for the financial year ending 31 December 2023 (FY2022: S\$225,000/-) in anticipation of the increased board size in year 2023, and to be paid in arrears on a quarterly basis. **(Resolution 4)**
(See Explanatory Note (iii))
5. To re-appoint Messrs Foo Kon Tan LLP as the external auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 5)**

SPECIAL BUSINESS:

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

6. **Authority to allot and issue shares** **(Resolution 6)**

That pursuant to Section 161 of the Companies Act 1967 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,

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provided that:

- (1) the aggregate number of Shares to be issued (including shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) to be issued pursuant to the Resolution shall not exceed fifty per centum (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (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 twenty per centum (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (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 percentage of issued Shares shall be based on the total number of issued Shares in the 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; and
 - (ii) any subsequent bonus issue or consolidation or subdivision of Shares;
 - (3) subject to such 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) in the capital of the Company 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 which were issued and are outstanding or subsisting at the time of the passing of this Resolution;
 - (b) new shares arising from vesting of share awards which were issued and are outstanding or subsisting at the time of the passing of this Resolution; and
 - (c) any subsequent bonus issue, consolidation or subdivision of shares;
- and, in sub-paragraph (1) above and this sub-paragraph (2), “subsidiary holdings” has the meaning given to it in the Listing Manual of the SGX-ST;
- (4) 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

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- (5) 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 (“**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.

[See Explanatory Note (iv)]

7. **Authority to issue shares under Leader Environmental Technologies Share Option Scheme (Resolution 7)**

That pursuant to Section 161 of the Companies Act 1967, the Directors of the Company be and are hereby authorised to:

- (i) offer and grant options in accordance with the provisions of Leader Environmental Technologies Share Option Scheme (“**Share Option Scheme**”) and
- (ii) allot and issue from time to time such number of Shares in the capital of the Company to the holders of options granted by the Company under the Share Option Scheme established by the Company upon the exercise of such options in accordance with the terms and conditions of the Share Option Scheme,

provided always that the aggregate number of Shares to be allotted and issued and/or issuable pursuant to the Share Option Scheme, when added to the aggregate number of Shares issued and issuable in respect of all options granted under the Share Option Scheme, Leader Environmental Technologies Share Award Plan and any other any other share option or share schemes of the Company implemented by the Company shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company on the day preceding the date of grant of the option, as determined in accordance with the provisions of the Share Option Scheme. Such authority 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 the date by which the next AGM of the Company is required by law to be held, whichever is earlier.

[See Explanatory Note (v)]

8. **Authority to grant awards and issue shares pursuant to the Leader Environmental Technologies Share Award Plan (Resolution 8)**

That pursuant to Section 161 of the Companies Act 1967, authority be and is hereby given to the Directors to:

- (i) offer and grant awards (“**Awards**”) from time to time in accordance with the provisions of the Leader Environmental Technologies Share Award Plan (“**Share Award Plan**”); and
- (ii) allot and issue from time to time such number of new Shares as may be required to be issued pursuant to the vesting of Awards granted under the Share Award Plan.

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provided always that the aggregate number of Shares issued and issuable pursuant to the Awards granted under the Share Award Plan, when added to (i) the number of Shares issued and issuable and/or transferred or transferable in respect of all Awards granted thereunder; and (ii) all other Shares issued and issuable and/or transferred or transferable in respect of all options granted or awards granted under any other share option or share schemes or share plans adopted by the Company, shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) from time to time on the day preceding the grant of the relevant Awards and that such authority 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 the date by which the next AGM of the Company is required by law to be held, whichever is earlier.

[See Explanatory Note (vi)]

9. To transact any other business that may be transacted at the AGM.

By Order of the Board

Lim Poh Yeow
Lai Foon Kuen
Joint Company Secretaries
Date: 12 April 2023

EXPLANATORY NOTES:

- (i) Mr Mak Yen-Chen Andrew, if re-elected, will remain as the Chairman of Remuneration Committee and a member of the Audit Committee respectively. The Board considers Mr Mak Yen-Chen Andrew to be independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST. Mr Mak Yen-Chen Andrew has no relationship with the Company, its related corporations, its substantial shareholders or its officers. Detailed information of Mr Mak Yen-Chen Andrew is set out in the section entitled "Provision 4.3 – Selection, appointment and re-appointment process for directors" and in the section entitled "Provision 4.5 – Multiple Directorships and Directors' Time Commitments" of the FY2022's Corporate Governance Report.
- (ii) Mr Lee Suan Hiang, if re-elected, will remain as the Chairman of Nominating Committee and a member of the Audit Committee and Remuneration Committees respectively. The Board considers Mr Lee Suan Hiang to be independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST. Mr Lee Suan Hiang has no relationship with the Company, its related corporations, its substantial shareholders or its officers. Detailed information of Mr Lee Suan Hiang is set out in the section entitled "Provision 4.3 – Selection, appointment and re-appointment process for directors" and in the section entitled "Provision 4.5 – Multiple Directorships and Directors' Time Commitments" of the FY2022's Corporate Governance Report.
- (iii) The increase in directors' fees is in anticipation of the increased board size due to the appointments of 2 new incoming directors in year 2023. Relevant announcement will be made by the Company, as and when necessary. For avoidance of doubts, the directors' fees of the current directors remained the same as FY2022.

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- (iv) Resolution 6, if passed, will empower the Directors to issue shares in the capital of the Company and to make or grant instruments (such as warrants or debentures) convertible into shares, and to issue shares in pursuance of such instruments, up to a number not exceeding 50 per cent. (50%) of the total number of issued shares excluding treasury shares and subsidiary holdings in the capital of the Company, of which up to twenty per cent. (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) may be issued other than on a *pro rata* basis to shareholders. For the purpose of determining the aggregate number of shares that may be issued, the percentage of issued shares shall be based on the total number of issued shares excluding treasury shares and subsidiary holdings in the capital of the Company at the time that Resolution 6 is passed, after adjusting for (a) 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 that Resolution 6 is passed, and (b) any subsequent bonus issue or consolidation or subdivision of shares.
- (v) Resolution 7 if passed, will empower the Directors of the Company to issue Shares in the capital of the Company up to an amount in aggregate not exceeding fifteen per centum (15%) of the issued share capital (excluding treasury shares and subsidiary holdings) of the Company pursuant to the Share Option Scheme, and such other share-based incentive scheme or share plan, on the date preceding the date of the relevant grant. This authority is in addition to the general authority to issue Shares sought under Resolution 6.
- (vi) Resolution 8, if passed, will empower the Directors to offer and grant Awards under the Share Award Plan, and to allot and issue Shares pursuant to the vesting of Awards granted under the Share Award Plan, provided that the aggregate number of Shares issued and issuable pursuant to the Share Award Plan, when added to (i) the number of Shares issued and issuable and/or transferred or transferable in respect of all Awards granted thereunder; and (ii) all other Shares issued and issuable and/or transferred or transferable in respect of all options granted or Awards granted under any other share incentive schemes or share plans adopted by the Company, shall not exceed 15% of the total number of issued share capital 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 6.

Notes:

1. The members of the Company are invited to attend physically at the AGM. There will be no option for members to participate virtually. **As part of the Company's environmental initiatives, printed copies of the Proxy Form and the Annual Report will not be sent to members.** These documents are available to members by electronic means via publication on the Company's corporate website at the URL <http://www.leaderet.com>, and is also made available on the SGXNet at the URL <https://www.sgx.com/securities/company-announcements>. A member will need an internet browser and PDF reader to view these documents.
2. Arrangement for participation in the AGM physically

Members (including CPF and SRS Investors) may participate in the AGM by:

- 2.1 Attending the AGM in person Members, please bring along your identity card or passport for verification of your identity;
- 2.2 Submitting questions to the Chairman of the AGM in advance of, or at, the AGM; and/or
- 2.3 voting at the AGM (i) themselves personally; or (ii) through their duly appointed proxy(ies).

CPF and SRS Investors who wish to appoint the Chairman of the AGM (and not third party proxy(ies)) as proxy are to approach their respective CPF Agent Banks or SRS Operators to submit their votes. Please see item 6 below for details.

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In the event members encounter COVID-19 like symptoms prior to the AGM, members are strongly encouraged to exercise social responsibility to rest at home and consider appointing a proxy(ies) to attend the AGM. We encourage members to mask up when attending the AGM.

3. A member who is not a relevant intermediary, is entitled to appoint not more than two proxies to attend, speak and vote in his/her stead at the AGM.
4. For any member who acts as a relevant intermediary pursuant to Section 181(6) of the Companies Act 1967 who is either:
 - (a) a banking corporation licensed under the Banking Act 1970 or its wholly-owned subsidiary which provides nominee services and holds shares in that capacity;
 - (b) a capital markets services licence holder which provides custodial services for securities under the Securities and Futures Act 2001 and holds shares in that capacity; and
 - (c) Central Provident Fund (“**CPF**”) Board established by the Central Provident Fund Act 1953, in respect of shares purchased on behalf of CPF investors.

you are entitled to appoint one or more proxies to attend and vote at the AGM. The proxy need not be a member of the Company. Please note that if any of your shareholdings are not specified in the list provided by the relevant intermediary to the Company, the Company may have the sole discretion to disallow the said participation of the said proxy at AGM.

5. Where a member appoints more than one proxy, the member shall specify the proportion of his Shares to be represented by each such proxy. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of Shares entered against his name in the Depository Register and any second named proxy as an alternate to the first named or at the Company’s option to treat the instrument of proxy as invalid.
6. CPF/SRS Investors who hold Shares through CPF Agent Banks/SRS Operators:
 - (a) may vote at the AGM 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 AGM as proxy to vote on their behalf at the AGM, in which case they should approach their CPF Agent Banks/SRS Operators to submit their votes by 5.00 p.m. on 17 April 2023.
7. The instrument appointing a proxy must be deposited at the Company’s Share Registrar, M&C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902; or sent via email to gpb@mncsingapore.com in each case, by 10.00 a.m. on 25 April 2023. The Company shall be entitled to and will treat any valid instrument appointing a proxy as a valid instrument for the member’s proxy to attend, speak and vote at the AGM.
8. The instrument appointing a proxy or proxies must be 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 under the hand of an officer or attorney duly authorised. 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 shall if required by law, be duly stamped must be lodged with the instrument.

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9. A member can appoint the Chairman of the AGM as his/her/its proxy but this is not mandatory.

If a member wishes to appoint the Chairman of the AGM as proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on, each resolution in the instrument appointing the Chairman of the AGM as proxy. If no specific direction as to voting is given or in the event of any other matter arising at the AGM and at any adjournment thereof, the Chairman of the AGM will vote or abstain from voting at his discretion.

10. In view of the guidance note issued by the Singapore Exchange Regulation, a member may ask question relating to the items on the agenda of the AGM by:

- (a) submitting questions via mail to the Company's registered office at 38 Beach Road, South Beach Tower, #29-11, Singapore 189767; or
- (b) email to queries@leaderet.com; or
- (c) if a member is attending the AGM in person, live at the AGM.

11. All questions being submitted ahead of the AGM must be submitted by no later than 10.00 a.m. on 19 April 2023. When submitting the questions via mail or email, please provide the Company with the following details for verification purposes:

- (i) Full name;
- (ii) NRIC number;
- (iii) Current residential address;
- (iv) Contact number; and
- (v) Number of Shares held.

Please also indicate the manner in which you hold Shares in the Company (e.g. via CDP, CPF or SRS).

Please note that the Company will address substantial and relevant questions relating to the resolution to be tabled for approval by 23 April 2023 ("Responses to Q&A"). The Company endeavours to address (i) subsequent clarifications sought, (ii) follow-up questions, or (iii) subsequent substantial and relevant questions which are received after its Responses to Q&A at the AGM itself. Where substantially similar questions are received, we will consolidate such questions and consequently not all questions may be individually addressed.

The Company will, within one month after the date of the AGM, publish the minutes of the AGM on SGXNet, and the minutes will include the responses to the questions which are addressed during the AGM, if any.

12. The Company shall be entitled to reject an instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

13. **Important reminder.** Members are reminded to check SGXNet for any latest updates on the status of the AGM.

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Personal data privacy:

By submitting an instrument appointing the Chairman of the Meeting to attend, speak and vote at the 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) for the purpose of the processing and administration by the Company (or its agents) of the appointment of Chairman of the Meeting as proxy 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) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) 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 of the Meeting may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the Meeting. Accordingly, the personal data of a member of the Company (such as his name) may be recorded by the Company for such purpose.