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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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### AMCORP GLOBAL LIMITED

(Company Registration No. 201230851R)  
(Incorporated in the Republic of Singapore)

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (the “**EGM**”) of **AMCORP GLOBAL LIMITED** (the “**Company**”) will be held by electronic means on 28 July 2022 at 4.30 p.m. (or as soon thereafter following the conclusion or adjournment of the annual general meeting of the Company to be held at 4.00 p.m. on the same day) for the purpose of considering and, if thought fit, passing with or without any modifications, the following ordinary resolutions:

*All capitalised terms used in this Notice of EGM which are not defined herein shall, unless the context otherwise requires, have the same meanings ascribed to them in the circular issued by the Company to shareholders of the Company dated 13 July 2022 (the “**Circular**”).*

#### **ORDINARY RESOLUTION 1: THE PROPOSED ADOPTION OF THE AMCORP GLOBAL EMPLOYEE SHARE OPTION SCHEME 2022 (THE “ESOS”)**

THAT:-

- (a) the 2013 ESOS be and is hereby terminated;
- (b) the employee share option scheme to be known as the “Amcorp Global Employee Share Option Scheme 2022” (the “**ESOS**”), the rules of which (the “**ESOS Rules**”) has been appended to and a summary of which is set out in the Circular and under which options (the “**Options**”) will be granted to such persons to subscribe for ordinary fully-paid shares in the capital of the Company (the “**Shares**”) on such terms and conditions and in accordance with the ESOS Rules, be and is hereby approved and adopted;
- (c) the directors of the Company (the “**Directors**”), and/or such committee comprising Directors duly authorised and appointed by the board of Directors of the Company (the “**Board**”) to administer the ESOS, be and are hereby authorised:
  - (i) to establish and administer the ESOS;
  - (ii) to modify and/or amend the ESOS from time to time provided that such modifications and/or amendments are effected in accordance with the ESOS Rules and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the ESOS;
  - (iii) in accordance with section 161 of the Companies Act 1967 of Singapore (2020 Revised Edition), to offer and grant Options in accordance with the ESOS Rules and to allot and issue or deliver from time to time such number of new Shares required pursuant to the exercise of the Options under the ESOS (provided that the aggregate number of Shares available pursuant to the ESOS, the ESAS (as defined below) and any other share-based incentive schemes or share plans of the Company (if any), shall not exceed 15% of the total number of issued Shares of the Company excluding treasury shares and subsidiary holdings from time to time);
  - (iv) subject to the same being allowed by law, to apply any Share purchased or acquired under any share purchase mandate and to deliver such existing Shares (including any treasury shares) towards the satisfaction of the Options granted under the ESOS; and
  - (v) to complete and do all acts and things (including executing such documents as may be required) as they may consider necessary, desirable or expedient to give effect to or for the purposes of this resolution or as they shall deem fit in the interests of the Company.

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### ORDINARY RESOLUTION 2: THE PROPOSED GRANT OF OPTIONS AT A DISCOUNT UNDER THE ESOS

THAT subject to and contingent upon the passing of Ordinary Resolution 1, approval be and is hereby given for Options to be granted under the ESOS with exercise prices set at a discount not exceeding 20% of the Market Price (as defined below) for the Shares at the time of the grant of the Option, provided that such discount does not exceed the relevant limits set by the SGX-ST from time to time.

In this notice, “**Market Price**” means a price equal to the average of the last dealt prices for a Share, as determined by reference to the daily official list or other publication published by the SGX-ST for the five (5) consecutive days on which the SGX-ST is open for trading in securities (“**Market Days**”) immediately preceding the relevant date of grant of an Option under the ESOS, provided always that in the case of a Market Day on which the Shares are not traded on the SGX-ST, the last dealt price for Shares on such Market Day shall be deemed to be the last dealt price of the Shares on the immediately preceding Market Day on which the Shares were traded, rounded up to the nearest whole cent in the event of fractional prices.

### ORDINARY RESOLUTION 3: THE PROPOSED ADOPTION OF THE AMCORP GLOBAL EMPLOYEE SHARE AWARD SCHEME 2022 (THE “ESAS”)

THAT:-

- (a) the 2013 PSP be and is hereby terminated;
- (b) the employee share award scheme to be known as the “Amcorp Global Employee Share Award Scheme 2022” (the “**ESAS**”), the rules of which (the “**ESAS Rules**”) has been appended to and a summary of which is set out in the Circular and under which awards (the “**Awards**”) of ordinary fully-paid Shares will be granted on such terms and conditions and in accordance with the ESAS Rules, be and is hereby approved and adopted;
- (c) the Directors, and/or such committee comprising Directors duly authorised and appointed by the Board of the Company to administer the ESAS, be and are hereby authorised:
  - (i) to establish and administer the ESAS;
  - (ii) to modify and/or amend the ESAS from time to time provided that such modifications and/or amendments are effected in accordance with the ESAS Rules and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the ESAS;
  - (iii) in accordance with section 161 of the Companies Act 1967 of Singapore (2020 Revised Edition), to offer and grant Awards in accordance with the ESAS Rules and to allot and issue or deliver from time to time such number of new Shares required pursuant to the vesting of the Awards under the ESAS (provided that the aggregate number of Shares available pursuant to the ESAS, the ESOS and any other share-based incentive schemes or share plans of the Company (if any), shall not exceed 15% of the total number of issued Shares of the Company excluding treasury shares and subsidiary holdings from time to time);
  - (iv) subject to the same being allowed by law, to apply any Share purchased or acquired under any share purchase mandate and to deliver such existing Shares (including any treasury shares) towards the satisfaction of the Awards granted under the ESAS; and
  - (v) to complete and do all acts and things (including executing such documents as may be required) as they may consider necessary, desirable or expedient to give effect to or for the purposes of this resolution or as they shall deem fit in the interests of the Company.

By Order of the Board  
**AMCORP GLOBAL LIMITED**

Ng Tah Wee

Company Secretary  
Singapore, 13 July 2022

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### Notes:

1. Pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (as amended from time to time) and as a precautionary measure, the Extraordinary General Meeting (the “**Meeting**” or “**EGM**”) of the Company will be held by way of electronic means and members of the Company will NOT be allowed to attend the EGM in person. Printed copies of this Notice will not be sent to members. Instead, this Notice will be sent to members by electronic means via publication on the SGX website. A hard copy of this Circular would be sent to members upon their written request to [ir.amcorpglobal@amcorpgroup.co](mailto:ir.amcorpglobal@amcorpgroup.co).
2. Alternative arrangements relating to attendance at the EGM via electronic means (including arrangements by which the Meeting can be electronically accessed via live audio-visual webcast or live audio-only stream (collectively, “**live webcast**”), submission of questions to the Chairman of the Meeting in advance of the Meeting, addressing of substantial and relevant questions at the Meeting and voting by appointing the Chairman of the Meeting as proxy at the Meeting, are set out on pages N-4 to N-6 of this Notice entitled “Instructions to Shareholders for EGM in 2022”.
3. A member will not be able to attend the Meeting. The live webcast will not provide for online voting. If a member of the Company (whether individual or corporate) wishes to exercise his/her/its voting rights at the EGM, he/she/it must appoint the Chairman of the Meeting to act as proxy and direct the vote at the Meeting. In appointing the Chairman of the Meeting 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 Meeting as proxy (the “**Proxy Form**”). If no specific direction as to voting is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the Chairman of the Meeting will vote or abstain from voting at his/her discretion.
4. The Chairman of the Meeting, as proxy, need not be a member of the Company.
5. Investors whose shares are held with relevant intermediaries under Section 181(1C) of the Companies Act 1967 (2020 Revised Edition), such as CPF and SRS Investors, who wish to appoint the Chairman of the Meeting as proxy, should approach their respective intermediaries such as CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days prior to the date of EGM.
6. The Proxy Form must be submitted through any one of the following means: (a) by depositing a physical copy at the registered office of the Company at 11 Sam Leong Road #03-06 Singapore 207903; or (b) by sending a scanned PDF copy by email to [main@zicoholdings.com](mailto:main@zicoholdings.com), in either case, not less than 48 hours before the time appointed for holding the Meeting, and failing which, the Proxy Form will not be treated as valid.
7. The Company shall be entitled to, and will, treat any valid instrument appointing the Chairman of the Meeting as proxy which was delivered by a member to the Company before 4.30 p.m. on 26 July 2022 as a valid instrument appointing the Chairman of the Meeting as the member's proxy to attend, speak and vote at the Meeting if: (a) the member had indicated how he/she/it wished to vote for or vote against or abstain from voting on each resolution; and (b) the member has not withdrawn the appointment by 4.30 p.m. on 26 July 2022.
8. If the member is a corporation, the instrument appointing the proxy must be under seal or the hand of an officer or attorney duly authorised.

### Personal data privacy:

By submitting an instrument appointing the Chairman of the Meeting to attend, speak and vote at the EGM 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 EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (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 EGM may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the EGM. Accordingly, the personal data of a member of the Company (such as his name) may be recorded by the Company for such purpose.