
NOTICE OF EXTRAORDINARY GENERAL MEETING

POWERMATIC DATA SYSTEMS LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No.: 198900414E)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Powermatic Data Systems Limited (the “**Company**”) will be held by electronic means on Tuesday, 29 September 2020 at 12.00 noon (or immediately after the conclusion of the AGM of the Company to be held by electronic means at 11.00 a.m. on the same day) for the purpose of considering and, if thought fit, passing, the following special resolutions.

All capitalised terms used in this Notice of EGM which are not defined herein shall have the same meanings ascribed to them in the Circular dated 7 September 2020 (the “**Circular**”) to the Shareholders.

SPECIAL RESOLUTION 1 : THE PROPOSED ADOPTION OF THE NEW CONSTITUTION OF THE COMPANY

That the Regulations of the Company contained in the New Constitution as contained in **Appendix I** and submitted to this EGM be approved and adopted as the Constitution of the Company in substitution for, and to the exclusion of, the Existing Constitution.

SPECIAL RESOLUTION 2 : THE PROPOSED CAPITAL REDUCTION

That:

- (1) pursuant to Section 78G read with Section 78I of the Companies Act (Cap. 50) of Singapore (as amended from time to time) and the Constitution of the Company and subject to the confirmation of the High Court of the Republic of Singapore, the issued and paid-up share capital of the Company shall be reduced by the sum of up to S\$9,996,602.62 and such reduction be effected by returning the sum of up to S\$9,996,602.62 (the “**Cash Distribution**”) from the issued and paid-up share capital of the Company to the shareholders of the Company (the “**Shareholders**”, being registered holders of the Shares (as defined hereinafter), other than the Company, except that where the registered holder is The Central Depository (Pte) Limited, the term “**Shareholders**” shall mean Depositors (other than the Company), as defined under the Securities and Futures Act (Cap. 289) of Singapore), on the basis of S\$0.286 for each issued and paid-up ordinary share in the capital of the Company (each, a “**Share**”) held by a Shareholder or on his behalf as at the Record Date (as defined in the Circular) (the “**Proposed Capital Reduction**”); and
- (2) the Directors of the Company and each of them be and are hereby authorised to do all acts and things (including, without limitation, executing all such documents as may be required) as they or each of them deem desirable, necessary or expedient to give effect to the Proposed Capital Reduction and Cash Distribution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company.

By Order of the Board

Wong Yoen Har
Secretary
Singapore, 7 September 2020

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Notes:

- (1) The EGM is being convened, and will be held, by electronic means 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.
- (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), submission of questions to the Chairman of the EGM in advance of the EGM, addressing of substantial and relevant questions at the EGM and voting by appointing the Chairman of the EGM as proxy at the EGM, are set out in **"Instructions to Shareholders for the Thirty First Annual General Meeting 2020 and Extraordinary General Meeting"**.
- (3) **Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the EGM in person. A member (whether individual or corporate) must appoint the Chairman of the EGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the EGM if such member wishes to exercise his/her/its voting rights at the EGM.**

Where a member (whether individual or corporate) appoints the Chairman of the EGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.

Central Provident Fund ("CPF") and Supplementary Retirement Scheme ("SRS") investors who wish to appoint the Chairman of the EGM as proxy should approach their respective CPF Agent Banks and SRS Operators to submit their votes **by 12.00 noon on 17 September 2020**.

- (4) The Chairman of the EGM, as proxy, need not be a member of the Company.
- (5) The instrument appointing the Chairman of the EGM as proxy must be submitted to the Company in the following manner:
 - (a) if submitted by post, be lodged with the Company's registered office at No. 9, Harrison Road, #05-01, Singapore 369651; or
 - (b) if submitted electronically, be submitted via email to agm@powermatic.com.sg.

in either case, **at least 48 hours before the time for holding the EGM**.

A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.

- (6) The Company shall be entitled to, and will, treat any valid instrument appointing the Chairman of the EGM as proxy(ies) which was delivered by a member to the Company before 12.00 noon on 27 September 2020 as a valid instrument appointing the Chairman of the EGM as the member's proxy to attend, speak and vote at the EGM 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.
- (7) A member may withdraw an instrument appointing the Chairman of the EGM or other person(s) as proxy(ies) by sending an email to agm@powermatic.com.sg to notify the Company of the withdrawal, at least 48 hours before the time for holding the EGM.
- (8) Submission by a member of a valid instrument appointing the Chairman of the EGM as proxy at least 48 hours before the time for holding the EGM will supersede any previous instrument appointing a proxy(ies) submitted by that member.

IMPORTANT

The following documents can be accessed at <https://powermatic.com.sg/> or on the SGX-ST website at the URL <https://www.sgx.com/securities/company-announcements>:

- Circular
- Instructions to Shareholders for the Thirty First Annual General Meeting 2020 and Extraordinary General Meeting
- Proxy Form
- Request Form for hardcopy of 2020 Annual Report and/or Circular

Personal Data Privacy:

By submitting an instrument appointing the Chairman of the EGM as proxy to attend and vote at the EGM and/or any adjournment thereof, a member of the Company 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) (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.