



HOR KEW CORPORATION LIMITED

(Incorporated in the Republic of Singapore)
Company Reg. No. 199903415K

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-First Annual General Meeting of Hor Kew Corporation Limited (the "Company") will be held by way of electronic means at 66 Kallang Pudding Road, #07-01 Hor Kew Business Centre, Singapore 349324 on Monday, 29 June 2020 at 9.00 a.m. to transact the following business:-

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2019 together with the Independent Auditor's Report thereon. **Resolution 1**
2. To re-elect the following Directors who will retire by rotation pursuant to Article 91 of the Constitution of the Company and who, being eligible, will offer themselves for re-election:
(a) Mr Lee Sen Choon **Resolution 2**
(b) Mr Benjamin Aw Chi-Ken **Resolution 3**
Mr Lee Sen Choon will, upon re-election as a Director of the Company, continue to serve as a member of the Audit Committee, Remuneration Committee and Nominating Committee. He will be considered independent for the purposes of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited.
3. To approve the payment of Directors' fees of S\$97,500 for the financial year ended 31 December 2019 (2018: S\$97,500). **Resolution 4**
4. To re-appoint Baker Tilly TFW LLP as Independent Auditor of the Company and to authorise the Directors to fix its remuneration. **Resolution 5**
5. To transact any other ordinary business that may be transacted at an annual general meeting.

AS SPECIAL BUSINESS

6. To consider and, if thought fit, to pass, with or without modifications, the following resolution as an Ordinary Resolution:-
That pursuant to Section 161 of the Companies Act, Cap. 50 and the listing rules of the Singapore Exchange Securities Trading Limited (the "SGX-ST"), authority be and is hereby given to the Directors of the Company to:
Resolution 6
 - (1) (a) allot and issue shares in the capital of the Company ("Shares") whether by way of rights, bonus or otherwise; and/or
(b) 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) 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 may in their absolute discretion deem fit; and
 - (2) (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 while this Resolution was in force, provided that:
 - (a) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 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 (b) below), of which the aggregate number of Shares and convertible securities to be issued other than on a pro rata basis to existing shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 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 (b) below);
 - (b) (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 (a) above, the percentage of issued Shares (excluding treasury shares and subsidiary holdings) shall be calculated based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Resolution is passed, after adjusting for:
 - (i) new Shares arising from the conversion or exercise of convertible securities;
 - (ii) new Shares arising from exercising share options or vesting of share awards provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the SGX-ST Listing Rule; and
 - (iii) any subsequent bonus issue, consolidation or sub-division of Shares;
 - (c) 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 for the time being of the Company; and
 - (d) the authority conferred by this Resolution shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.
[See Explanatory Note]

By Order of the Board

Koh Geok Hoon, Judy (Ms)
Koh Ee Koon (Ms)
Joint Company Secretaries
Singapore
12 June 2020

COVID-19 Precautionary Measures:

At the forthcoming AGM, the Company will comply with the COVID-19 precautionary measures recommended or imposed by the Singapore Government to minimise the risk of community spread of COVID-19 as may be appropriate, as well as all guidance provided by the SGX RegCo on the holding of general meetings amid COVID-19, including the SGX RegCo Guidance.

Due to the fast-evolving COVID-19 situation in Singapore, Shareholders should note that the Company may be required to make further changes to its AGM arrangements subsequent to this Notice, and Shareholders should keep abreast of the Company's announcements that may be made from time to time on SGXNET.

The Prime Minister and Ministry of Health have announced on 3 April 2020 elevated safe distancing measures amid the COVID-19 situation.

Pursuant to the safe distancing measures and the SGX RegCo Guidance, Shareholders should not attend the AGM in person. The Company will provide instructions in a separate announcement on SGXnet ("**Additional Arrangement Announcement**"), on how they may attend the AGM by way of a "live" webcast. Shareholders who wish to participate in the AGM via "live" webcast must email their interest to "michael_soh@horkew.com.sg" not less than 48 hours before the time appointed for the AGM on 29 June 2020. Only shareholders of the Company will be able to register to watch the live webcast. After verification, authenticated Shareholders will be able to log into the webcast facility at the date and time set out in this Notice of AGM to attend the "live" webcast of the AGM.

Shareholders may submit any questions that are related to any resolutions to be tabled for approval at the AGM, shareholders may send their queries in advance, before 23 June 2020 at 9 a.m. ("Cut-Off Date"), by email to "michael_soh@horkew.com.sg". The Company will endeavour to upload the Company's responses to substantial queries from shareholders on the SGXNet by 26 June 2020. The Company is unable to take on questions through the live webcast proceedings.

Shareholders who wish to vote for the resolutions, have to complete, sign and return the Proxy Form for this AGM which will be provided in the Additional Arrangement Announcement and, in any event, so as to arrive (a) by email to "michael_soh@horkew.com.sg" or (b) by post to the Company's office at 66 Kallang Pudding Road #07-01 Hor Kew Business Centre Singapore 349324, with attention to Mr Michael Soh, not less than 48 hours before the time appointed for the AGM on 29 June 2020. Shareholders must appoint the chairman of the AGM to act as proxy and direct the vote at the AGM.

Shareholders who hold their shares through relevant intermediaries (including CPFIS Members and/or SRS Investors) and who wish to exercise their votes by appointing the Chairman of the AGM as proxy should approach their respective relevant intermediaries (including their respective CPF Agent Bank and/or SRS Approved Bank) to submit their voting instructions at least seven (7) working days prior to the date of the AGM in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the AGM to vote on their behalf by the Cut-Off Date.

Explanatory Note in relation to Special Business

The proposed Ordinary Resolution 6, if passed, will empower the Directors from the date of this AGM until the next annual general meeting, to allot and issue new shares and/or convertible securities in the Company up to a number not exceeding in total 50% of the issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company for the time being for such purposes as they consider would be in the interest of the Company, provided that the aggregate number of shares to be issued other than on a pro rata basis to existing shareholders pursuant to this Resolution shall not exceed 20% of the issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company for the time being, calculated as described in the Resolution.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) 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 proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy 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) 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), 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) 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.