
NOTICE OF EXTRAORDINARY GENERAL MEETING

HATTEN LAND LIMITED

(Company Registration Number 199301388D)
(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("**EGM**") of the members of Hatten Land Limited (the "**Company**") will be held on 13 November 2020, by way of electronic means (via audio-visual webcast or live audio-only means), at 10.00 a.m., for the purpose of considering and, if thought fit, passing with or without amendment, the following resolution as set out below.

*All capitalised terms used in this Notice which are not defined herein shall have the meanings ascribed to them in the circular to shareholders of the Company dated 29 October 2020 (the "**Circular**").*

ORDINARY RESOLUTION

APPROVAL FOR THE PROPOSED TRANSACTION BEING:

- (1) THE PROPOSED DIVESTMENT OF, AND MATERIAL DILUTION OF EFFECTIVE EQUITY INTERESTS IN, GOLD MART SDN BHD , RESULTING IN GOLD MART SDN BHD CEASING TO BE A SUBSIDIARY OR ASSOCIATED COMPANY OF THE COMPANY; AND**
- (2) THE PROPOSED SALE AND ASSIGNMENT OF INTELLECTUAL PROPERTY RIGHTS IN RELATION TO THE PROJECT "HARBOUR CITY" HELD BY HATTEN MS PTE. LTD.**

That:

- (a) approval be and is hereby given for the proposed (i) sale of all the rights and interest of the Company's subsidiary, Hatten MS Pte. Ltd. ("**Hatten MS**"), in the project "**Harbour City**" on the land located at Kawasan Bandar XLIII, District of Melaka Tengah, State of Melaka, Malaysia (the "**Project**"), via assignment and transfer of all of Hatten MS's rights, control and interest in and to the intellectual property and intellectual property rights in relation to the Project by Hatten MS, to Tayrona Capital Pte. Ltd. ("**Tayrona Capital**") for a consideration of US\$60 million (the "**Proposed Assignment**"); and (ii) issue of 99,000,000 new ordinary shares of Gold Mart Sdn Bhd ("**Gold Mart**") to Tayrona Capital at RM1.00 per share for a consideration of RM99,000,000 (the "**Proposed Share Subscription**", and collectively with the Proposed Assignment, the "**Proposed Transaction**"), resulting in Gold Mart ceasing to be a subsidiary and associated company of the Company, on the terms and subject to the conditions of the agreement dated 11 August 2020 entered into between Hatten MS, Tayrona Capital Pte. Ltd., Gold Mart and Wealth Express Holdings Group Limited ("**WEH**") (the "**Agreement**"), such Proposed Transaction being a "major transaction" for the purposes of Chapter 10 of the Listing Manual Section B: Rules of Catalist of the SGX-ST;
- (b) 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 and approving amendments, alterations, modifications to any such documents as may be required or desirable in connection with this Ordinary Resolution, the Proposed Transaction and/or the Agreement as they or he may consider desirable, expedient or necessary in the interests of the Company to give effect to the Ordinary Resolution, the Proposed Transaction and the Agreement; and

NOTICE OF EXTRAORDINARY GENERAL MEETING

- (c) any acts, matters and things done or performed, and/or documents signed, executed, sealed or delivered by a Director in connection with the Proposed Transaction be and are hereby approved, confirmed and ratified.

BY ORDER OF THE BOARD

Dato' Tan June Teng Colin @ Chen JunTing
Executive Chairman and Managing Director
29 October 2020
Singapore

Measures to Minimise Risk of Community Spread of COVID-19

On 3 April 2020, the Singapore Government announced the implementation of circuit breaker measures (enhanced safe distancing measures and closure of non-essential workplace premises) to curb the further spread of COVID-19.

Pursuant to the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020, the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 issued by the Minister for Law on 13 April 2020 provides legal certainty to enable issuers to make alternative arrangements to hold general meetings where personal attendance is required under written law or legal instruments (such as a company's constitution).

A joint statement issued on 13 April 2020 by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and the Singapore Exchange Regulation providing additional guidance for listed and non-listed entities on the manner in which general meetings are to be conducted during the elevated safe distancing measures period.

In light of the above developments, the Company is arranging for a live webcast of the EGM proceedings (the "Live EGM Webcast") which will take place on 13 November 2020 at 10.00 a.m. Shareholders will be able to watch the EGM proceedings through the Live EGM Webcast, and the Company will not accept any physical attendance by shareholders. Any shareholder seeking to attend the EGM physically in person will be turned away.

Printed copies of the EGM Notice will not be sent to members. Instead, the EGM Notice will be sent to members by electronic means via publication on the Company's website at <http://www.hattenland.com.sg> and SGXNET. The Circular may be accessed at the same website and SGXNET.

Participation in the EGM via live webcast or live audio feed

1. As the EGM will be held by way of electronic means, shareholders will **NOT** be able to attend the EGM in person. All shareholders or their corporate representatives (in the case of shareholders which are legal entities) will be able to participate in the EGM proceedings by accessing a live webcast or live audio feed. To do so, shareholders are required to pre-register their participation in the EGM ("Pre-registration") at this link: <http://online.meetings.vision/hatten-egm-registration> from 10.00 a.m. on 29 October 2020 to 10.00 a.m. 10 November 2020 ("Registration Deadline") for verification of their status as shareholders (or the corporate representatives of such shareholders).
2. Investors who hold shares through depository agents (as defined in Section 81SF of the Securities and Futures Act, Chapter 289) and wish to watch the Live EGM Webcast must approach their respective depository agents to pre-register by 5.00 p.m. on 3 November 2020 in order to allow sufficient time for their respective depository agents to in turn pre-register their interest with the Company.
3. Upon successful verification, each such shareholder or its corporate representative will receive an email by 5.00 p.m. on 11 November 2020. The email will contain instructions to access the live webcast or live audio feed of the EGM proceedings. Shareholders or their corporate representatives must not forward the email to other persons who are not shareholders and who are not entitled to participate in the EGM proceedings. Shareholders or their corporate representatives who have pre-registered by the Registration Deadline in accordance with paragraph 1 above but do not receive an email by 5.00 p.m. on 11 November 2020 may contact the Company's Share Registrar, Tricor Barbinder Share Registration Services at (65) 6236 3550/555 for enquiries.

Voting by proxy

4. 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 Meeting 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. The accompanying proxy form for the EGM may be accessed at the Company's website at <http://www.hattenland.com.sg> and SGXNET.

NOTICE OF EXTRAORDINARY GENERAL MEETING

5. Shareholders who wish to vote on any or all of the resolutions at the EGM must appoint the Chairman of the Meeting as their proxy to do so on their behalf and 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 Meeting as proxy for that resolution will be treated as invalid.
6. CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 pm on 3 November 2020.
7. The duly executed proxy form must be submitted via one of the following means:
 - (a) deposited at the office of the Company's Share Registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road, #11-02 Singapore 068898, or
 - (b) submitted by email to sg.is.proxy@sg.tricorglobal.comnot later than 72 hours before the time set for the EGM.

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.

8. A Depositor shall not be regarded as a member of the Company unless his/her name appears on the Depository Register 72 hours before the time appointed for the EGM.

Submission of Questions

9. Shareholders may submit questions relating to the items on the agenda of the EGM. All questions must be submitted by 10.00 a.m. on 10 November 2020:
 - (a) via the pre-registration website at <https://online.meetings.vision/hatten-egm-registration>,
 - (b) by email to hattenlandagm@hattengrp.com
10. The Company will endeavour to address the substantial and relevant questions received in advance of the EGM either before or during the EGM. The responses to such questions from shareholders, together with the minutes of the EGM, will be posted on the SGXNET and the Company's website within one month after the date of the EGM.
11. Please note that shareholders will not be able to ask questions at the EGM "live" during the webcast and the audio feed, and therefore it is important for shareholders to pre-register their participation in order to be able to submit their questions in advance of the EGM.

Important reminder

12. Due to the constantly evolving COVID-19 situation, the Company may be required to change its EGM arrangements at short notice. Shareholders are advised to regularly check the Company's website or announcements released on SGXNET for updates on the EGM. Further, in light of the current COVID-19 measures, which may make it difficult for shareholders to submit completed proxy forms by post, shareholders are strongly encouraged to submit completed proxy forms electronically via email.

Personal Data Policy

By (a) submitting an instrument appointing the Chairman of the Meeting as a proxy to vote at the EGM and/or any adjournment thereof, or (b) completing the Pre-registration in accordance with the Notice of EGM, or (c) submitting any question prior to the EGM in accordance with the Notice of EGM, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the following purposes:

- (i) administration and analysis of the Company (or its agents or service providers) 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 or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes");
- (ii) the processing and administration by the Company (or its agents or service providers) of proxy forms appointing the Chairman of the Meeting as a proxy for the EGM (including any adjournment thereof);
- (iii) the processing of the Pre-registration for purposes of granting access to members (or their corporate representatives in the case of members which are legal entities) to the live webcast or live audio feed of the EGM proceedings and providing them with any technical assistance where necessary;
- (iv) addressing relevant and substantial questions from members received before the EGM and if necessary, following up with the relevant members in relation to such questions;
- (v) the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM (including any adjournment thereof); and
- (vi) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.