

LTC CORPORATION LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number: 196400176K)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the **"EGM"**) of LTC Corporation Limited (the **"Company"**) will be held at The Conference Room, 10 Arumugam Road, #10-00 Lion Building A, Singapore 409957 on 14 August 2015 at 9.30 a.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution which will be proposed as an ordinary resolution.

ORDINARY RESOLUTION – PROPOSED ACQUISITION

RESOLVED THAT pursuant to Chapter 10 of the Listing Manual of the Singapore Exchange Securities Trading Limited, approval be and is hereby given for:

- (a) the Proposed Acquisition (as defined in the circular to the shareholders dated 29 July 2015), on the terms and conditions of the following agreements entered into on 12 June 2015: (i) a share purchase agreement between the Company's wholly-owned subsidiary, LTC Capital Holdings Sdn. Bhd. (the **"Purchaser"**), and USP Resources Sdn. Bhd. (the **"Vendor"**); and (ii) a joint venture agreement among the Purchaser, the Vendor and USP Equity Sdn. Bhd.; and
- (b) the directors of the Company (the **"Directors"**) or any one of them to complete and do all such acts and things (including without limitation, to execute all such documents and to approve any amendments, alteration or modification to any documents) as the Directors or any of them may consider necessary, desirable or expedient to give effect to the Proposed Acquisition and this resolution.

By Order of the Board

Silvester Bernard Grant
Company Secretary

29 July 2015

Notes:

1. A member of the Company (**"Shareholder"**) entitled to attend and vote at the EGM is entitled to appoint not more than two (2) proxies to attend and vote in his stead. A proxy need not be a Shareholder.
2. A Shareholder that is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf.
3. The instrument appointing a proxy or proxies must be deposited at 10 Arumugam Road, #10-00 Lion Building A, Singapore 409957 not less than 48 hours before the time of the EGM.
4. Where a Shareholder submits an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the meeting and/or any adjournment thereof, a Shareholder (i) consents to the collection, use and disclosure of the Shareholder's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxy(ies) and/or representative(s) 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) warrants that where the Shareholder discloses the personal data of the Shareholder's proxy(ies) and/or representative(s) to the Company (or its agents), the Shareholder 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 Shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Shareholder's breach of warranty.