



NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of **Ban Leong Technologies Limited** (the “**Company**”) will be held at 150 Ubi Avenue 4, #04-01 Ubi Biz-Hub, Singapore 408825 on Friday, 26 July 2019 at 11.00 a.m. (or as soon thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 10.00 a.m. on the same day and at the same place) for the purpose of considering and, if thought fit, passing with or without modifications, the resolutions as set out below:

All capitalised terms in this Notice which are not defined herein shall have the same meanings ascribed to them in the Circular to Shareholders of the Company dated 11 July 2019 (the “**Circular**”).

ORDINARY RESOLUTION 1: THE PROPOSED ADOPTION OF THE BAN LEONG PERFORMANCE SHARE PLAN

That:

- (a) a share plan to be known as the Ban Leong Performance Share Plan (the “**Plan**”), the rules of which have been submitted to the meeting and, for the purpose of identification, subscribed by the Chairman thereof, under which awards (“**Awards**”) of fully paid-up ordinary shares in the capital of the Company (the “**Shares**”), their equivalent cash value or combinations thereof will be granted, free of payment, to selected employees of the Company and/or its subsidiaries, including the Directors of the Company, and other selected participants, details of which are set out in the Circular to Shareholders dated 11 July 2019 (the “**Circular**”), be and is hereby approved;
- (b) the Directors of the Company be and are hereby authorised:
 - (i) to establish and administer the Plan; and
 - (ii) to modify and/or alter the Plan from time to time, provided that such modification and/or alteration is effected in accordance with the provisions of the Plan and to do all such acts and to enter into all such transactions and arrangements as may be necessary or expedient in order to give full effect to the Plan; and
 - (iii) subject to the same being allowed by law, to apply any share purchased under any share buyback mandate towards the satisfaction of Awards granted under the Plan; and
- (c) the Directors of the Company be and are hereby authorised to grant Awards in accordance with the provisions of the Plan and to allot and issue from time to time such number of fully paid-up Shares as may be required to be allotted and issued pursuant to the vesting of Awards under the Plan, provided that the aggregate number of Shares to be allotted and issued pursuant to the Plan shall not exceed 15% of the total issued Shares of the Company (excluding Treasury Shares, Returned Shares and subsidiary holdings) from time to time.

ORDINARY RESOLUTION 2: THE PROPOSED PARTICIPATION BY TENG WOO BOON, MANAGING DIRECTOR AND CONTROLLING SHAREHOLDER, IN THE BAN LEONG PERFORMANCE SHARE PLAN

That subject to and contingent upon the passing of Ordinary Resolution 1, the participation of Teng Woo Boon, who is a Controlling Shareholder [as defined in the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”)] of the Company, in the Plan be and is hereby approved.

ORDINARY RESOLUTION 3: THE PROPOSED PARTICIPATION BY TEO SU CHING, AN ASSOCIATE OF A CONTROLLING SHAREHOLDER, IN THE BAN LEONG PERFORMANCE SHARE PLAN

That subject to and contingent upon the passing of Ordinary Resolution 1, the participation of Teo Su Ching, who is an Associate of a Controlling Shareholder of the Company, in the Plan be and is hereby approved.

ORDINARY RESOLUTION 4: THE PROPOSED PARTICIPATION OF NON-EXECUTIVE DIRECTORS (INCLUDING INDEPENDENT DIRECTORS) IN THE BAN LEONG PERFORMANCE SHARE PLAN

That subject to and contingent upon the passing of Ordinary Resolution 1, the participation of Non-Executive Directors (including Independent Directors) of the Company in the Share Plan, be and is hereby approved.

By Order of the Board

Ban Leong Technologies Limited

Ronald Teng Woo Boon
Managing Director
11 July 2019

Notes:

- (1) A shareholder of the Company entitled to attend and vote at the Extraordinary General Meeting of the Company (“**EGM**”) may appoint not more than two proxies to attend and vote in his/her stead. A shareholder of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a shareholder of the Company.
- (2) Relevant Intermediaries such as banks and capital markets services licence holders which provide custodial services and are shareholders of the Company may appoint more than two proxies provided that each proxy is appointed to exercise the rights attached to different shares held by the shareholder. Relevant Intermediaries has the meaning ascribed to it in Section 181 of the Companies Act, Cap. 50 of Singapore.
- (3) If a proxy is to be appointed, the instrument appointing a proxy must be duly deposited at the registered office of the Company at 150 Ubi Avenue 4 #04-01 Ubi Biz-Hub, Singapore 408825 not later than 48 hours before the time appointed for the holding of the EGM.
- (4) The instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised.
- (5) A Depositor’s name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time fixed for holding the EGM in order for the Depositor to be entitled to attend and vote at the EGM.

PERSONAL DATA PRIVACY:

Where a member of the Company submits an instrument appointing a proxy(ies) and/or representative(s) 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 proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy 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 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.