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## NOTICE OF EXTRAORDINARY MEETING

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### MARY CHIA HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No.: 200907634N)

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting of **MARY CHIA HOLDINGS LIMITED** (the “**Company**”) will be held by way of electronic means on 8 June 2022 at 3:00 p.m. for the purpose of considering, and if thought fit, passing, with or without modifications, the following ordinary resolutions.

*All capitalised terms used in this Notice of EGM which are not defined herein shall unless the context otherwise requires have the same meanings ascribed to them in the Company’s Circular to Shareholders dated 20 May 2022 (including supplements and modifications thereto).*

#### ORDINARY RESOLUTION 1:

#### THE PROPOSED ADOPTION OF THE PSP 2022

#### THAT:

- (a) the performance share plan to be known as the “**Mary Chia Holdings Limited Performance Share Plan 2022**” (the “**PSP 2022**”) details of which are set out in the Circular dated 20 May 2022 to the Shareholders, under which awards (“**Awards**”) of Shares, will be granted, free of payment, to selected employees of the Group, be and is hereby approved.
- (b) the Directors of the Company be and are hereby authorised:-
  - (i) to establish and administer the PSP 2022;
  - (ii) to modify and/or alter the PSP 2022 from time to time, provided such modification and/or alternation is effected in accordance with the provisions of the PSP 2022 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 PSP 2022;
  - (iii) to grant Awards in accordance with the provisions of the PSP 2022 and pursuant to Section 161 of the Companies Act, to allot and issue from time to time such number of fully paid-up Shares in the capital of the Company as may be required to be issued pursuant to the vesting of Awards provided that the aggregate number of Shares to be issued or issuable pursuant to the PSP 2022, subject to the passing of this Ordinary Resolution 1, shall not exceed fifteen per cent. (15%) of the issued Shares of the Company from time to time (excluding Treasury Shares and subsidiary holdings);
  - (iv) subject to the same being allowed by law, to apply any share purchased or acquired under any share purchase mandate and to deliver such existing Shares (including any shares held in treasury) towards the satisfaction of Awards granted under the PSP 2022; and

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- (v) to complete and do all such acts and things (including executing such documents as may be required) as they may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and authorised by this Resolution.

### **ORDINARY RESOLUTION 2:**

#### **THE PROPOSED PARTICIPATION OF MS HO YOW PING, A CONTROLLING SHAREHOLDER, IN THE PSP 2022**

#### **THAT:**

Subject to and contingent upon the passing of Ordinary Resolution 1, the participation of Ms Ho Yow Ping, who is a Controlling Shareholder of the Company, in the PSP 2022 be and is hereby approved.

### **ORDINARY RESOLUTION 3:**

#### **PROPOSED CHANGE OF AUDITORS FROM FOO KON TAN LLP TO MAZARS LLP**

#### **THAT:**

- (a) Mazars LLP be and are hereby appointed as auditors of the Company in place of Foo Kon Tan LLP, and to hold office until the conclusion of the next Annual General Meeting at a fee and on such terms as may be agreed between the Directors and Mazars LLP; and
- (b) Any one of the Directors of the Company be and is hereby authorised and empowered to approve and complete and do and execute all such things and acts (including, without limitation, executing all such documents as may be required) as they or he may consider expedient, desirable, necessary or in the interests of the Company to give effect to this Resolution, with such modifications thereto (if any) as they or he shall think fit in the interests of the Company.

BY ORDER OF THE BOARD

#### **MARY CHIA HOLDINGS LIMITED**

Wendy Ho Yow Ping

Executive Chairman and Chief Executive Officer

Singapore

20 May 2022

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### Notes:

1. The Extraordinary General Meeting (“**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 (the “**Order**”). Printed copies of this Notice of EGM, and the proxy form will not be sent to members. Instead, this Notice of EGM, with its accompanying proxy form, and the Company’s Circular to Shareholders will be made available by electronic means via publication on the Company’s website at the URL <http://www.marychia.com>, as well as on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
2. Alternative arrangements relating to attendance at the EGM <https://conveneagm.com/sg/marychiaegm/> 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 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, pursuant to the Order, are set out herein.
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 in accordance with the instructions set out in the proxy form if such member wishes to exercise his/her/its voting rights at the EGM.** The accompanying proxy form for the EGM may also be accessed at the Company’s website at the URL <http://www.marychia.com>, and will be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
4. 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.
5. CPF or SRS investors who wish to appoint the Chairman of the EGM as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5:00 p.m. on 30 May 2022.
6. Members who wish to observe the EGM proceedings via live audio-visual webcast will need to pre-register by accessing the Company’s website at the URL <https://conveneagm.com/sg/marychiaegm/> no later than 3:00 p.m. on 6 June 2022. Instructions on how to access the live audio-visual webcast of the EGM proceedings will be sent to authenticated members via electronic mail 24 hours before the EGM.
7. Members will not be able to ask questions during the live audio-visual webcast of the EGM proceedings. Therefore, it is important for members to submit their questions in advance of the EGM. Members can submit questions related to the resolutions to be tabled for approval at the EGM to the Chairman of the EGM, in advance, during the pre-registration process, or via email to the Company at [corporate@marychia.com](mailto:corporate@marychia.com). All questions must be submitted by 3:00 p.m. on

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1 June 2022, and the Company will not be able to address questions received after such time and date. The Company will endeavour to address all substantial and relevant questions received from members prior to the EGM. Members must provide their full names and identification numbers when writing in, along with their email addresses and mobile contact numbers. The Company will only address questions received from members who are verifiable against the Depository Register or the Register of Members.

8. The Chairman of the EGM, as a proxy, need not be a member of the Company.
9. The instrument appointing the Chairman of the EGM as proxy must be submitted to the Company in the following manner:-
  - (a) if submitted by hand or by post, be lodged with the registered office of the Company at 183 Thomson Road Goldhill Shopping Centre Singapore 307628; or
  - (b) if submitted electronically, be submitted via email to the Company's Share Registrar at [main@zicoholdings.com](mailto:main@zicoholdings.com).

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

Printed copies of this Notice of EGM, and the proxy form will not be sent to members. A member who wishes to submit an instrument of proxy must first download the proxy form, then complete and sign the proxy form, before submitting it by hand or 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.**

### PERSONAL DATA PRIVACY

By submitting an instrument appointing the Chairman of the EGM as proxy to attend, speak 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 or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman as proxy 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.