

epiCentre

EPICENTRE HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 200202930G)

NOTICE OF EXTRAORDINARY GENERAL MEETING

All capitalised terms in this Notice which are not defined herein shall have the same meaning ascribed to them in the Circular to Shareholders dated 6 August 2018.

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting of Epicentre Holdings Limited (the "**Company**") will be held at 39 Ubi Road 1, #08-01 World Publications Building, Singapore 408695 on 28 August 2018 at 9:30 a.m., for the purpose of considering and, if thought fit, passing with or without any modifications the following resolution.

ORDINARY RESOLUTION

THE PROPOSED DISPOSAL OF BUSINESS AND ASSETS OF EPICENTRE PTE. LTD.

That:

- (a) approval be and is hereby given for the disposal by Epicentre Pte. Ltd. ("**EPL**"), a wholly-owned subsidiary of the Company, of its Business and Assets pursuant to the terms and conditions of the conditional sale and purchase agreement dated 26 June 2018 between the EPL and Elush (T3) Pte. Ltd. ("**Proposed Disposal**"); and
- (b) the directors of the Company and each of them be and are hereby authorised to do all acts and things as they and/or he in their and/or his absolute discretion may consider necessary, desirable, incidental or expedient for the purposes of or to give effect to the Proposed Disposal, this Ordinary Resolution and/or the matters contemplated therein.

By Order of the Board

EPICENTRE HOLDINGS LIMITED

Lim Tiong Hian

Executive Chairman and Acting Chief Executive Officer

6 August 2018

Notes:

1. A member of the Company entitled to attend and vote at the extraordinary general meeting (the "**Meeting**") is entitled to appoint a proxy to attend and vote on his behalf. A proxy need not be a member of the Company.
2. A member who is not a relevant intermediary (as defined in Section 181 of the Companies Act (Chapter 50) of Singapore (the "**Act**")) is entitled to appoint not more than two proxies and where two proxies are appointed, shall specify the proportion of the shareholding to be represented by each proxy.
3. A member who is a relevant intermediary (as defined in Section 181 of the Act) is entitled to appoint more than two proxies and where such member's proxy form appoints more than one proxy, the number of and class of shares in relation to which each proxy has been appointed shall be specified in the proxy form. Each proxy must be appointed to exercise the rights attached to the different share or shares held by such member.
4. In any case where more than one proxy is appointed, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the proxy form. If no such proportion or number is specified, the first named proxy may be treated as representing 100 per cent of the shareholding and any second named proxy as an alternate to the first named.
5. If the appointor is a corporation, the instrument appointing a proxy must be executed either under its seal or under the hand of an officer or attorney duly authorised.
6. The instrument appointing a proxy or proxies must be deposited at the registered office of the Company at 39 Ubi Road 1, World Publications Building #08-01, Singapore 408695 not less than forty-eight (48) hours before the time appointed for holding the Meeting.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Meeting 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 or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the Meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over 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 representatives to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representatives for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representatives 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.

*This notice has been reviewed by the Company's sponsor, Stamford Corporate Services Pte. Ltd. (the "**Sponsor**"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"). The Sponsor has not independently verified the contents of this announcement.*

This notice has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this notice including the correctness of any of the statements or opinions made or reports contained in this notice.

The contact person for the Sponsor is Mr. Bernard Lui, Telephone: +65 63893000, Email: bernard.lui@morganlewis.com.