NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the "AGM") of SEVAK Limited (the "**Company**") will be convened and held by way of electronic means on Friday, 30 April 2021 at 11.30 a.m. for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for the year ended 31 December 2020 together with the Auditors' Report thereon. **(Ordinary Resolution 1)**

2. To re-elect the following Directors of the Company retiring pursuant to the Constitution of the Company:

Doraraj S	(Retiring under Article 89)	**(Ordinary Resolution 2)**
Tushar s/o Pritamlal Doshi	(Retiring under Article 89)	**(Ordinary Resolution 3)**

   [See Explanatory Note (i)]

   Mr. Doraraj S will, upon re-election as Director of the Company, remain as Chairman of the Audit Committee and a member of the Remuneration Committee and Nominating Committee, and will be considered independent.

   Mr. Tushar s/o Pritamlal Doshi will, upon re-election, remain as Chairman of the Nominating and Remuneration Committees and a member of the Audit Committee and will be considered independent.

3. To approve the payment of Directors' fees of S$79,000 for the year ended 31 December 2020. (FY2019: S$158,000) **(Ordinary Resolution 4)**

4. To re-appoint Moore Stephens LLP as the Auditors of the Company and to authorise the Directors of the Company to fix their remuneration. **(Ordinary Resolution 5)**

5. To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following Ordinary and Special Resolutions, with or without any modifications:

6. **Share Issue Mandate in accordance with Section 161 of the Companies Act, Chapter 50 and Rule 806(2)(a) of Section B: Rules of Catalist of the Listing Manual**

   Shareholders should note that in the event that Special Resolution 1 below is passed, this Ordinary Resolution will not be passed.

   THAT pursuant to Section 161 of the Companies Act, Chapter 50 ("**Companies Act**") and Rule 806(2)(a) of the Listing Manual Section B: Rules of the Catalist of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") ("**Catalist Rules**"), authority be and is hereby given to the Directors of the Company to:

   (a) allot and issue shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or

   (b) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures, convertible securities or other instructions convertible into Shares;

   at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit and, notwithstanding the authority conferred by this ordinary resolution, issue shares in pursuance of any Instruments made or granted by the Directors of the Company while this ordinary resolution was in force, provided that:

   (c) the aggregate number of shares (including shares to be issued in pursuance of the Instruments, made or granted pursuant to this ordinary resolution) to be issued pursuant to this ordinary resolution shall not exceed one hundred percent (100%) of the total number of issued shares (as calculated in accordance with sub-paragraph (d) below), of which the aggregate number of shares to be issued other than on a pro rata basis shall not exceed fifty percent (50%) of the total number of issued shares;

(d) subject to such calculation as may be prescribed by the SGX-ST, for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (c) above, the total number of Issued Shares shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of the passing of this ordinary resolution, after adjusting for:

(i) new Shares arising from the conversion or exercise of any convertible securities;

(ii) new Shares arising from exercising of share options or vesting of share awards which are outstanding or subsisting at the time of the passing of this ordinary resolution; and

(iii) any subsequent bonus issue, consolidation or subdivision of shares;

(e) in exercising the authority conferred by this ordinary resolution, the Company shall comply with the requirements imposed by the SGX-ST from time to time and the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST), all legal requirements under the Companies Act and the Constitution of the Company; and

(f) unless revoked or varied by the Company in a general meeting, such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier.

[See Explanatory Note (ii)] **(Ordinary Resolution 6)**

7. **Share Issue Mandate in accordance with Section 161 of the Companies Act, Chapter 50 and Rule 806(2)(b) of Section B: Rules of Catalist of the Listing Manual**

THAT pursuant to Section 161 of the Companies Act and Rule 806(2)(b) of the Listing Manual Section B: Rules of the Catalist of the Singapore Exchange Securities Trading Limited ("**SGX-ST"**) ("**Catalist Rules**"), authority be and is hereby given to the Directors of the Company to:

(a) allot and issue shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or

(b) make or grant Instruments that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures, convertible securities or other instructions convertible into Shares;

at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit and, notwithstanding the authority conferred by this special resolution, issue Shares in pursuance of any Instruments made or granted by the Directors of the Company while this special resolution was in force, provided that:

(c) the aggregate number of shares (including shares to be issued in pursuance of the Instruments, made or granted pursuant to this special resolution) to be issued pursuant to this special resolution, whether on a *pro rata* or non *pro rata* basis, shall not exceed one hundred percent (100%) of the total number of issued shares (as calculated in accordance with sub-paragraph (d) below);

(d) subject to such calculation as may be prescribed by the SGX-ST, for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (c) above, the total number of issued shares shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of the passing of this special resolution, after adjusting for:

(i) new Shares arising from the conversion or exercise of any convertible securities;

(ii) new Shares arising from exercising of share options or vesting of share awards which are outstanding or subsisting at the time of the passing of this special resolution; and

(iii) any subsequent bonus issue, consolidation or subdivision of shares;

(e) in exercising the authority conferred by this special resolution, the Company shall comply with the requirements imposed by the SGX-ST from time to time and the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST), all legal requirements under the Companies Act and the Constitution of the Company; and

(f) unless revoked or varied by the Company in a general meeting, such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier.

[See Explanatory Note (ii)] **(Special Resolution 1)**

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8. **Authority to issue shares under the 2014 Employee Stock Option Plan**

That pursuant to Section 161 of the Companies Act, Chapter 50, the Directors of the Company be authorised and empowered to grant options under the prevailing 2014 Employee Stock Option Plan ("**2014 ESOP**") and to issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the terms and conditions under the 2014 ESOP, whether granted during the subsistence of this authority or otherwise, provided always that the aggregate number of ordinary shares available under the Sevak Performance Share Plan 2021, 2014 ESOP, Sevak Restricted Share Plan and the Sevak Performance Share Plan, the 1999 Sevak Employees Share Option Scheme and the 1999 Sevak Employees Share Option Scheme II, collectively shall not exceed thirty per centum (30%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier.

[See Explanatory Note (iii)] **(Ordinary Resolution 7)**

9. **Authority to issue shares under the Sevak Performance Share Plan 2021**

That pursuant to Section 161 of the Companies Act, Chapter 50, the Directors of the Company be authorised and empowered to grant awards under the Sevak Performance Share Plan 2021 and to issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the terms and conditions under the Sevak Performance Share Plan 2021, whether granted during the subsistence of this authority or otherwise, provided always that the aggregate number of ordinary shares available under the Sevak Performance Share Plan 2021, 2014 ESOP, Sevak Restricted Share Plan and the Sevak Performance Share Plan, the 1999 Sevak Employees Share Option Scheme and the 1999 Sevak Employees Share Option Scheme II, collectively shall not exceed thirty per centum (30%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier.

[See Explanatory Note (iv)] **(Ordinary Resolution 8)**

By Order of the Board

Kim Yi Hwa
Company Secretary
Singapore, 8 April 2021

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Explanatory Notes:

(i) The Ordinary Resolutions 2 and 3 are for the re-election of Directors of the Company who are retiring at the Annual General Meeting. Further information on the Directors who are retiring at the Annual General Meeting is set out in the section entitled "Additional Information on Directors Seeking Re-Election" on pages 181 to 188 in this Notice.

(ii) The proposed share issue mandate falls within the limits set out in Rule 806(2)(a) and 806(2)(b) of the Catalist Rules. For the avoidance of doubt, the adoption of the relevant proposed share issue mandate as set out in Ordinary Resolution 6 in item 6 and Special Resolution 1 in item 7 above is contingent on the relevant thresholds for shareholders' approval being met. In the event that the threshold for shareholders' approval by way of a special resolution is met, the Company will adopt Special Resolution 1 (and not Ordinary Resolution 6).

The Ordinary Resolution 6 in item 6 above, if passed, will empower the Directors of the Company, effective until the conclusion of the next Annual General Meeting of the Company, or the date by which the next Annual General Meeting of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue shares, make or grant Instruments convertible into shares and to issue shares pursuant to such Instruments, up to a number not exceeding, in total, 100% of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, of which up to 50% may be issued other than on a pro-rata basis to shareholders.

The Special Resolution 1 in item 7 above, if passed, will empower the Directors of the Company, effective until the conclusion of the next Annual General Meeting of the Company, or the date by which the next Annual General Meeting of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue shares, make or grant Instruments convertible into shares and to issue shares pursuant to such Instruments, up to a number not exceeding, in total, 100% of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, of which up to 100% may be issued other than on a pro-rata basis to shareholders.

For determining the aggregate number of shares that may be issued, the total number of issued shares (excluding treasury shares and subsidiary holdings) will be calculated based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time the Ordinary Resolution or Special Resolution is passed after adjusting for new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which were issued and are outstanding or subsisting at the time when the Ordinary Resolution or Special Resolution is passed and any subsequent bonus issue, consolidation or subdivision of shares.

(iii) The Ordinary Resolution 7 in item 8 above, if passed, will empower the Directors of the Company, effective until the conclusion of the next Annual General Meeting of the Company, or the date by which the next Annual General Meeting of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue shares in the Company pursuant to the grant of options or awards under the 2014 ESOP, provided always that the aggregate number of shares available under the Sevak Performance Share Plan 2021, 2014 ESOP, Sevak Restricted Share Plan and the Sevak Performance Share Plan, the 1999 Sevak Employees Share Option Scheme and the 1999 Sevak Employees Share Option Scheme II, collectively shall not exceed thirty per centum (30%) of the total number of issued shares, excluding treasury shares and subsidiary holdings, in the capital of the Company from time to time.

(iv) The Ordinary Resolution 8 in item 9 above, if passed, will empower the Directors of the Company, effective until the conclusion of the next Annual General Meeting of the Company, or the date by which the next Annual General Meeting of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue shares in the Company pursuant to the grant of options or awards under the Sevak Performance Share Plan 2021, provided always that the aggregate number of shares available under the Sevak Performance Share Plan 2021, 2014 ESOP, Sevak Restricted Share Plan and the Sevak Performance Share Plan, the 1999 Sevak Employees Share Option Scheme and the 1999 Sevak Employees Share Option Scheme II, collectively shall not exceed thirty per centum (30%) of the total number of issued shares, excluding treasury shares and subsidiary holdings, in the capital of the Company from time to time.

Notes:

i. The Annual General Meeting ("**Meeting**" or "**AGM**") 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 (as amended). Printed copies of this Notice will not be sent to members. Instead, this Notice will be sent to members by electronic means via publication on the Company's website at the URL https://www.sevaklimited.com/news.html. This Notice will also be made available on the SGX website at the URL https://www.sgx.com/securities/company-announcements.

ii. **Shareholders will not be able to attend the AGM in person.**

iii. **Participation at the AGM electronically**

Shareholders may participate at the AGM by:

(a) observing and/or listening to the AGM proceedings via "live" audio-and-visual webcast via their mobile phones, tablets or computers or "live" audio-only stream via telephone;

(b) submitting questions in advance of the AGM; and

(c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM.

Details of the steps for pre-registration, pre-submission of questions and voting at the AGM are set out in detail below.

iv. **Pre-Registration**

Shareholders and CPF/SRS investors must pre-register at the preregistration website at: https://complete-corp.com/sevak-agm-egm/ from now till 11.30 a.m. on 27 April 2021 to enable the Company to verify their status as Shareholders.

Following the verification, authenticated persons will receive a confirmation email which will contain the instructions to access the "live" audio-and-visual webcast and a telephone number to access the "live" audio-only stream of the AGM proceedings.

Persons who do not receive the confirmation email by 11.30 a.m. on 29 April 2021, but have registered by 11.30 a.m on 27 April 2021 deadline should contact the Company at sevak-agm-egm@complete-corp.com.

Deadline to pre-register: By 11.30 a.m. on 27 April 2021

Investors holding Shares through relevant intermediaries (other than CPF/SRS investors) will not be able to pre-register at https://complete-corp.com.sg/sevak-limited-agm/for the "live" broadcast of the AGM. Such investors who wish to participate in the "live" broadcast of the AGM should instead contact the relevant intermediary through which they hold such Shares as soon as possible, no later than 5 p.m. on 20 April 2021 (being 7 working days before the date of the AGM) in order to make the necessary arrangements for them to participate in the AGM.

v. **Pre-submission of questions**

Shareholders will not be able to ask questions "live" at the AGM during the webcast or audio stream, and therefore it is important for Shareholders to pre-register and submit their questions in advance of the AGM.

Shareholders may submit questions relating to the business of the AGM in advance of the AGM, in the following manner:

(a) via the pre-registration website at: https://complete-corp.com/sevak-agm-egm/;

by email to sevak-agm-egm@complete-corp.com;or

(b) if submitted by post, be deposited at the office of Company's electronic AGM service provider, Complete Corporate Services Pte Ltd, at 10 Anson Road, #29-07 International Plaza, Singapore 079903

Shareholders will need to identify themselves when posing questions by email by providing the following details:

- the Shareholder's full name as it appears on the CDP/CPF/SRS share records;
- the Shareholder's NRIC;
- the Shareholder's contact number and email address; and
- the manner in which the shareholder holds his/her/its shares in the Company (e.g. via CDP, CPF or SRS).

Please note that the Company will not be able to answer questions from persons who provide insufficient details to enable the Company to verify his/her/its shareholder status.

In view of the current Covid-19 situation and the related safe distancing measures, members are strongly encouraged to submit questions electronically via pre-registration website or email.

Deadline to submit questions: By 11.30 a.m. on 27 April 2021

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vi. **Appointment of Proxy, Proxy Form and voting at the AGM**

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 Annual General Meeting if such member wishes to exercise his/her/its voting rights at the Annual General Meeting. The accompanying proxy form for the Annual General Meeting may be accessed at the Company's website at the URL https://www.sevaklimited.com/news.html, and will also be made available on the SGX website at the URL https://www.sgx.com/securities/company-announcements.

Where a member (whether individual or corporate) appoints the Chairman of the Meeting 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 Meeting as proxy for that resolution will be treated as invalid.

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 at least seven (7) working days before the AGM (i.e. by 5 p.m. on 20 April 2021 in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf by the cut-off date.

Shareholders who wish to vote at the Annual General Meeting must submit a proxy form to appoint the Chairman of the Meeting to cast votes on their behalf. The Chairman of the Meeting, as proxy, need not be a Member of the Company.

The instrument appointing the Chairman of the Meeting as proxy, which can be assessed at the SGX website at the link: https://www.sgx.com/securities/company-announcements or the Company's website at the link https://www.sevaklimited.com/news.html, must be submitted to the Company in the following manner:

1. if electronically, be submitted via email at sevak-agm-egm@complete-corp.com; or

2. if submitted by post, be deposited at the office of Company's electronic AGM service provider, Complete Corporate Services Pte Ltd, at 10 Anson Road, #29-07 International Plaza, Singapore 079903,

in either case, by no later than 11.30 a.m on 27 April 2021 being 72 hours before the time fixed for the holding of the Annual General Meeting.

Shareholders who wish to submit an instrument of proxy must first download, complete and sign the Proxy Form, before scanning and sending it by email to the email address provided above.

Deadline to submit Proxy Form: By 11.30 a.m. on 27 April 2021

In view of the current Covid-19 situation in Singapore, members are strongly encouraged to submit completed proxy forms electronically via email.

vii. Please note that Shareholders will not be able to vote through the live webcast and can only vote through the submission of proxy forms which are required to be submitted in accordance with the foregoing paragraphs.

viii. **Answering questions:** The Company will answer all substantial and relevant questions during the AGM through the "live" audio-and-visual webcast or "live" audio-only stream or would publish the responses to all substantial and relevant questions on Company's website and on SGXNET prior to the AGM, depending upon the number of questions that company receives.

ix. **Minutes of AGM:** The Company will, within one month after the date of the AGM, publish the minutes of the AGM on Company's website and on SGXNET, and the minutes will include the responses to substantial and relevant questions referred to above.

x. All documents and information relating to the business of the Meeting (including the Annual Report, this Notice of Meeting and the instrument appointing a proxy) have been published on the SGX website at the URL https://www.sgx.com/securities/company-announcements and the Company's website at https://www.sevaklimited.com/news.html.

Personal data privacy:

By submitting an instrument appointing the Chairman of the Meeting 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) for the purpose of the processing and administration by the Company (or its agents) of the appointment of the Chairman of the Meeting as proxy for the Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Meeting (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, and recording and transmitting images and voice recordings when broadcasting the proceedings of the Meeting through a live audio-visual webcast or live audio-only stream.