



**SINWA  
SINWA LIMITED**

(Incorporated in the Republic of Singapore)  
(Company Registration Number: 200206542H)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting ("EGM") of the Company will be held at 28 Joo Koon Circle, Singapore 629057 on 22 January 2019 at 10.00 a.m. for the purpose of considering and, if thought fit, passing with or without modification the following resolution as an Ordinary Resolution:

All capitalised terms in the Ordinary Resolution and defined in the Circular shall, unless otherwise defined in the Notice bear the respective meanings ascribed thereto in the Circular.

**AS AN ORDINARY RESOLUTION:**

**THE DISPOSAL OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL IN SINWA SS PTE. LTD., SEAFIRST MARINE SERVICES PTE. LTD., SINWA OFFSHORE PTE. LTD., SINWA SHIP SUPPLY (HK) PTE. LTD., WINDSOR MARINE PTE LTD, AND SINWA AUSTRALIA PTY LTD AND THE INTERCOMPANY LOANS, AND THE AUSTRALIAN PROPERTIES SALE**

That approval be and is hereby given to the Company for the following actions:

- (a) pursuant to Chapter 10 of the Listing Manual of the Singapore Exchange Securities Trading Limited and Section 160 of the Companies Act, Chapter 50 of Singapore, approval be and is hereby given for the Disposal and the Australian Properties Sale on the terms and conditions of the SPA dated 13 November 2018 entered into between the Company and the Purchaser; and
- (b) any of the Directors be and is hereby authorised to complete and do all such acts and things (including without limitation, to execute all such documents as may be required and to approve any amendments, alterations or modifications to any documents) as they/he/she may consider desirable, expedient or necessary to give effect to the transactions contemplated by this Ordinary Resolution.

BY ORDER OF THE BOARD

**Siau Kuei Lian**  
Company Secretary  
Singapore

7 January 2019

**Notes:**

1. A member of the Company (other than a Relevant Intermediary\*) entitled to attend and vote at the EGM of the Company is entitled to appoint not more than two proxies to attend and vote on his/her behalf. A proxy need not be a member of the Company.
2. Where a member appoints two proxies, the appointments shall be invalid unless he specifies the proportion of his shareholding (expressed as a percentage of the whole) to be represented by each proxy.
3. A corporation which is a member may appoint an authorised representative or representatives in accordance with Section 179 of the Companies Act, Chapter 50 of Singapore to attend and vote for and on behalf of such corporation.
4. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed under its common seal or signed on its behalf by an officer or attorney duly authorised in writing.
5. Where an instrument appointing a proxy is signed on behalf of the appointor by the attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.
6. The instrument appointing a proxy or proxies must be deposited at the registered office of the Company at 28 Joo Koon Circle, Singapore 629057, not less than seventy-two hours before the time appointed for holding the EGM of the Company.

\* A Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act (Cap. 19) or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Cap. 289) and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act (Cap. 36), in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

**PERSONAL DATA PRIVACY**

Where a member of the Company submits an instrument of proxy 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 proxy(ies) and/or representative(s) 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.