



# FU YU CORPORATION LIMITED

(Company Registration Number: 198004601C)

(Incorporated in the Republic of Singapore)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the Company will be held on 16 October 2014 at 12.00 p.m. at Bridge Rooms, Level 2, Raffles Marina, 10 Tuas West Drive, Singapore 638404, for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolutions:

*All capitalised terms used below which are not defined herein shall have the same meaning ascribed to them in the Circular to Shareholders dated 1 October 2014 ("Circular"), unless otherwise defined herein or where the context otherwise requires.*

### ORDINARY RESOLUTION 1

#### PROPOSED RATIFICATION OF GRANT OF EMPLOYEE SHARE OPTIONS

THAT:-

- (i) approval be and is hereby given for ratification of the grant of Options made on 5 October 2008, as well as the exercise of Options for 3,050,000 Shares after the expiry of the Option Period, by extending the expiry date of the exercise period of the Options granted in favour of employees of the Group (including the executive Director, Mr Hew Lien Lee but excluding the Relevant Non-Executive Directors) from 4 October 2013 to 31 December 2014, and issue of New Options Shares upon exercise of the Unexercised Options; and
- (ii) any Director be authorised to complete and do all such acts and things, including without limitation, executing all documents, as he may consider necessary or expedient to give effect to this resolution.

### ORDINARY RESOLUTION 2

#### PROPOSED GRANT OF NEW OPTIONS AS REPLACEMENT OPTIONS

THAT:-

- (i) approval be and is hereby given for the grant of New Options in favour of the Relevant Non-Executive Directors and issue of New Option Shares upon exercise of the same; and
- (ii) any Director be authorised to complete and do all such acts and things, including without limitation, executing all documents, as he may consider necessary or expedient to give effect to this resolution.

By Order of the Board

Dr John Chen Seow Phun

Non-Executive Chairman, Independent Director

1 October 2014

#### Notes:

- (1) A member entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote in his stead.
- (2) The instrument appointing a proxy must be deposited at the registered office of the Company at 8 Tuas Drive 1, Singapore 638675, not less than 48 hours before the time appointed for holding the EGM.

#### Personal data privacy:

By submitting a proxy form appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a shareholder of the Company (i) consents to the collection, use and disclosure of the shareholder'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, 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 shareholder discloses the personal data of the shareholder's proxy(ies) and/or representative(s) to the Company (or its agents), the shareholder 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 shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.