



GREEN BUILD TECHNOLOGY

# GREEN BUILD TECHNOLOGY LIMITED

(Incorporated in the Republic of Singapore on 6 February 2004)

(Company Registration Number 200401338W)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (“EGM”) of the Company will be held at RELC International Hotel, 30 Orange Grove Road, Singapore 258352 on 23 February 2016 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following ordinary resolutions:

All capitalised terms in the resolutions below and defined in the Circular dated 5 February 2016 to the shareholders of the Company (the “Circular”) shall, unless otherwise defined herein, have the respective meanings ascribed thereto in the Circular.

Resolved that:

### 1. ORDINARY RESOLUTION – PROPOSED DISPOSAL

- (a) the Company’s proposed disposal of the Disposal Capital to the Purchaser (the “Proposed Disposal”) be and is hereby approved; and
- (b) save for Mr Li Bin, all other Directors of the Company and each of them be and are hereby authorised to do all acts and things as they or each of them deem desirable, necessary or expedient to give effect to the Proposed Disposal as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company;

**Note: Mr Li Bin will, and will procure his Associates to, abstain from voting on the above ordinary resolution pertaining to the Proposed Disposal in respect of his shareholding in the Company and shall not accept nominations as proxies or otherwise for voting on the aforesaid resolution.**

### 2. ORDINARY RESOLUTION – PROPOSED PLACEMENT

- (a) the Company’s proposed placement of Subscription Shares to the Placement (the “Proposed Placement”) be and is hereby approved; and
- (b) the Directors and each of them be and are hereby authorised to do all acts and things as they or each of them deem desirable, necessary or expedient to give effect to Proposed Placement as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company.

### BY ORDER OF THE BOARD

Wu Xueying

Chief Executive Officer and Executive Director

5 February 2016

### Notes:

- (1) A member entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint a proxy or proxies (not more than two) to attend and vote on his/her behalf. A proxy need not be a member of the Company.
- (2) A member who is a relevant intermediary entitled to attend the meeting and vote is entitled to appoint more than two proxies to attend and vote instead of the member, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member appoints more than two proxies, the appointments shall be invalid unless the member specifies the number of Shares in relation to which each proxy has been appointed.

“Relevant intermediary” means:

- (a) a banking corporation licensed under the Banking Act (Cap. 19) of Singapore 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;
  - (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Cap. 289) of Singapore and who holds shares in that capacity; or
  - (c) the Central Provident Fund Board established by the Central Provident Fund Act (Cap. 36) of Singapore, 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.
- (3) The instrument appointing a proxy or proxies must be under the hand of the appointor or of his/her attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.
  - (4) The instrument appointing a proxy or proxies must be deposited at the registered office of the Company at **9 Temasek Boulevard Suntec City Tower 2 #09-01 Singapore 038989** at least 48 hours before the time fixed for the Extraordinary General Meeting. A Depositor’s name must appear in the Depository Register maintained by the Central Depository (Pte) Limited not less than 72 hours before the time appointed for the holding of the EGM in order for him to be entitled to vote at the EGM.
  - (5) By attending the Extraordinary General Meeting and/or any adjournment thereof or submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Extraordinary General 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 proxies and representatives appointed for the Extraordinary General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Extraordinary General 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 (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.