

SWEE HONG

FIRST WORLD CITY BUILDERS

(Incorporated in the Republic of Singapore on 3 June 1980)

(Company Registration Number 198001852R)

(the "Company")

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting of the Company will be held at 58 Sungei Kadut Drive Singapore 729472 on 7 February 2018, Wednesday at 10.30 a.m. for the purpose of considering and, if thought fit, passing with or without amendment, the following Ordinary Resolution:

All capitalised terms in the Ordinary Resolution below and defined in the Circular dated 23 January 2018 to the shareholders of the Company (the "Circular") shall, unless otherwise defined herein, have the respective meanings ascribed thereto in the Circular.

ORDINARY RESOLUTION – THE PROPOSED ISSUE OF UP TO 466,666,666 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY (THE "CONVERSION SHARES") TO TARGA SOLUTION PTE. LTD. (THE "SUBSCRIBER") AT THE CONVERSION PRICE OF S\$0.015 FOR EACH CONVERSION SHARE PURSUANT TO THE CONVERTIBLE BONDS SUBSCRIPTION AGREEMENT ENTERED INTO BETWEEN THE COMPANY, THE GUARANTORS AND THE SUBSCRIBER (THE "CONVERSION SHARES ISSUE")

Resolved that:

- (a) in connection with the Subscription Agreement, approval be and is hereby given to the Directors or any of them to:
 - (i) grant to the Subscriber the right at any time after the Non-Conversion Period up to fifteen (15) days prior to the Maturity Date (both dates inclusive) (the "**Conversion Period**"), to convert up to the full sum of the Bonds of S\$7,000,000 into fully paid new ordinary shares (the "**Conversion Shares**") in the Company; and
 - (ii) allot and issue such number of Conversion Shares as may be required or permitted to be allotted and issued on the conversion of the Bonds to the Subscriber, subject to and otherwise in accordance with the terms and conditions of the Subscription Agreement whereby such Conversion Shares when issued shall rank *pari passu* in all respects with the then existing Shares, save as may be provided in the terms and conditions of the Subscription Agreement; and
- (b) approval be and is hereby given to the Directors or any of them to complete and do all acts and things (including any other agreements or documents and procurement of third party consents) as they may consider necessary or expedient for the purposes of, in connection with or to give effect to this resolution as they think fit and in the interests of the Company.

By Order of the Board

Anil Dhanpatlal Agrawal
Executive Director

23 January 2018

Notes:

1. (a) A member who is not a relevant intermediary (as defined in Section 181 of the Companies Act) is entitled to appoint not more than two proxies to attend, speak and vote on his/her behalf at the Extraordinary General Meeting. Where a member appoints more than one proxy, he/she shall specify the proportion of his/her shares to be represented by each such proxy, failing which the nomination shall be deemed to be alternative.
(b) A member who is a relevant intermediary (as defined in Section 181 of the Companies Act) is entitled to appoint more than two proxies to attend, speak and vote at the Extraordinary General Meeting, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.
2. A proxy need not be a member of the Company.
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 must be deposited at the Registered Office of the Company at **58 Sungei Kadut Drive Singapore 729572** not less than forty-eight (48) hours before the time appointed for holding the Extraordinary General Meeting.
5. A depositor shall not be regarded as a member of a Company entitled to attend, speak and vote at the Extraordinary General Meeting unless his name appears on the Depository Register seventy-two (72) hours before the time fixed for the Extraordinary General Meeting.

Personal Data Privacy:

By 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.