

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Olive Tree Estates Limited (the “**Company**”) will be held at 114 Lavender Street, #18-01 CT Hub 2, Singapore 338729 on Saturday, 29 April 2023 at 10.00 a.m. for the following purposes:

AS ORDINARY BUSINESS

To consider and, if deemed fit, to pass the following Resolutions, as Ordinary Resolutions, with or without modifications:

1. To receive and adopt the Directors’ Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2022 together with the Auditor’s Report thereon.
(Resolution 1)
2. To re-elect Mr Cheong Mun Cheong Alan being a Director who retires pursuant to Regulation 97 of the Company’s Constitution, and who, being eligible, offers himself for re-election.
[See Explanatory Note 1] **(Resolution 2)**
3. To re-elect Mr Soh Gim Teik being a Director who retires pursuant to Regulation 97 of the Company’s Constitution, and who, being eligible, offers himself for re-election.
[See Explanatory Note 2] **(Resolution 3)**
4. To approve the payment of Directors’ Fees of S\$145,000 for the financial year ending 31 December 2023, such Directors’ Fees to be payable on a quarterly basis in arrears. (2022: S\$145,000)
(Resolution 4)
5. To re-appoint Messrs CLA Global TS Public Accounting Corporation as Auditor of the Company for the financial year ending 31 December 2023 and to authorise the Directors to fix their remuneration.
(Resolution 5)

AS SPECIAL BUSINESS

To consider and, if deemed fit, to pass the following Resolution, as Ordinary Resolution, with or without modifications:–

6. **SHARE ISSUE MANDATE**

THAT pursuant to Section 161 of the Companies Act 1967 (the “**Companies Act**”) and Rule 806 of the Listing Manual Section B: Rules of Catalist (the “**Catalist Rules**”) of Singapore Exchange Securities Trading Limited (“**SGX-ST**”), authority be and is hereby given to the Directors of the Company to:–

- I. (a) issue and allot shares of the Company whether by way of rights issue, bonus issue or otherwise; and/or

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- (b) make or grant offers, agreements or options (collectively, “**Instruments**”) that may or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

- II. (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force,

provided that:–

- (a) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 100% of the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) of the Company (as calculated in accordance with sub-paragraph (b) below), of which the aggregate number of shares to be issued other than on a pro-rata basis to existing shareholders of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company (as calculated in accordance with sub-paragraph (b) below);
- (b) (subject to such manner of 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 (a) above, the percentage of issued shares shall be calculated based on the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company at the time this Resolution is passed, after adjusting for:–
 - (i) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards, which were issued and outstanding or subsisting at the time this Resolution is passed, provided that such share options or share awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules of the SGX-ST; and
 - (ii) any subsequent bonus issue, consolidated or subdivision of shares,

and, in paragraph (a) above and this paragraph (b), “subsidiary holdings” has the meaning given to it in the Catalist Rules of the SGX-ST;

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- (c) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution of the Company for the time being in force; and
- (d) unless revoked or varied by the Company in a general meeting, the authority conferred by this Resolution 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 or the date on which such authority is varied or revoked by the Company in a general meeting, whichever is the earliest.

[See Explanatory Note 3]

(Resolution 6)

- 7. To transact any other business that may properly be transacted at an Annual General Meeting.

BY ORDER OF THE BOARD

LIM HENG CHONG BENNY
JACQUELINE ANNE LOW
Joint Company Secretaries

Singapore, 31 March 2023

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Explanatory Notes:

- (1) **Resolution 2** – Mr Cheong Mun Cheong Alan will, upon re-election, remain as Independent Non-Executive Director of the Company, Chairman of the Remuneration Committee and a member of the Audit Committee and Nominating Committee. Mr Cheong Mun Cheong Alan will be considered independent for the purposes of Rule 704(7) of the Catalyst Rules as there are no relationships (including immediate family relationships) between Mr Cheong Mun Cheong Alan and the other Directors, the Company or its substantial shareholders. Please refer to the section entitled “Additional Information on Directors seeking Re-election” appended to this Notice for detailed information on Mr Cheong Mun Cheong Alan as required pursuant to Rule 720(5) of the Catalyst Rules of the SGX-ST.
- (2) **Resolution 3** – Mr Soh Gim Teik will, upon re-election, remain as Independent Non-Executive Director of the Company, Chairman of the Nominating Committee and a member of the Audit Committee and Remuneration Committee. Mr Soh Gim Teik will be considered independent for the purposes of Rule 704(7) of the Catalyst Rules as there are no relationships (including immediate family relationships) between Mr Soh Gim Teik and the other Directors, the Company or its substantial shareholders. Please refer to the section entitled “Additional Information on Directors seeking Re-election” appended to this Notice for detailed information on Mr Soh Gim Teik as required pursuant to Rule 720(5) of the Catalyst Rules of the SGX-ST.
- (3) **Resolution 6** – Ordinary Resolution 6, if passed, will empower the Directors, effective until (i) the conclusion of the next Annual General Meeting of the Company; (ii) the date by which the next Annual General Meeting of the Company is required by law to be held; or (iii) the date on which such authority is varied or revoked by the Company in a general meeting, whichever is the earliest, to issue shares, make or grant Instruments convertible into shares and to issue shares pursuant to such Instruments, up to a number not exceeding 100% of the total number of issued shares (excluding treasury shares and subsidiary holdings), of which up to 50% may be issued other than on a pro-rata basis to existing shareholders of the Company.

For the purpose of determining the aggregate number of shares that may be issued, the percentage of issued shares will be calculated based on the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company at the time this Resolution 6 is passed, after adjusting for:-

- (a) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards, which were issued and outstanding or subsisting at the time this Resolution 6 is passed, provided that such share options or share awards were granted in compliance with Part VIII of Chapter 8 of the Catalyst Rules of the SGX-ST; and
- (b) any subsequent bonus issue, consolidation or subdivision of shares.

Notes:

- i. The members of the Company are invited to attend physically at the Annual General Meeting (the “**Meeting**” or “**AGM**”). There will be no option for Shareholders to participate virtually..

Printed copies of this Notice and Proxy Form will NOT be sent to members. This Notice, Proxy Form and 2022 Annual Report will be sent to members solely by electronic means via publication on the Company’s website at the URL <https://www.olivetreeestates.com/investors/agm/> and will also be made available on SGX’s website at the URL <https://www.sgx.com/securities/company-announcements>.

- ii. Members may ask questions relating to the business of the AGM at the Meeting, or submit questions via email to agm@olivetreeestates.com in advance of the AGM by 12 April 2023 (5.00 p.m.).

When submitting the questions, please provide the Company with the following details, for verification purpose:-

- (i) Full Name;
- (ii) NRIC/Passport Number;
- (iii) Current Address;
- (iv) Contact Number; and
- (v) Number of Shares Held

Please also indicate the manner in which you hold shares in the Company (e.g. via CDP, CPF or SRS).

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The Company will endeavour to address the substantial and relevant questions prior to and/or at the AGM. The responses to questions from members will be posted on the SGX website at the URL <https://www.sgx.com/securities/company-announcements> and the Company's corporate website at the URL <https://www.olivetreeestates.com/investors/agm/> by 21 April 2023, or if answered during the AGM, to be included in the minutes of the AGM which will be published on SGX website and Company's corporate website within one month after the date of the AGM.

Where substantially similar questions are received, the Company will consolidate such questions and consequently, not all questions may be individually addressed.

- iii. A proxy need not be a member of the Company.
- iv. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the AGM. Where such member's proxy form appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the proxy form. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares entered against his name in the Depository Register and any second named proxy as an alternate to the first named.
- (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the AGM, 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 proxy form 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 proxy form.

"Relevant Intermediary" has the meaning ascribed to it in Section 181 of the Companies Act.

- v. A member can appoint the Chairman of the meeting as his/her/its proxy but this is not mandatory.
- vi. If the appointor is a corporation, the proxy must be executed under seal or the hand of its duly authorised officer or attorney.
- vii. 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 by 5.00 p.m. on 19 April 2023, being seven (7) working days prior to the date of the AGM.
- viii. Where a member (whether individual or corporate) appoints a proxy or proxies 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 proxy for that resolution will be treated as invalid.
- ix. The instrument appointing a proxy or proxies, must be submitted to the Company in the following manner:
 - (a) if submitted by post, be lodged with the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632; or
 - (b) if submitted electronically, be submitted via email to the Company at agm@olivetreeestates.com,

in either case, not less than forty-eight (48) hours before the time appointed for the AGM.

- ix. A member who wishes to submit an instrument of proxy must first download the proxy form from the Company's Corporate website of SGX website complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

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Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual 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 and service providers) for the purpose of the processing, administration and analysis by the Company (or its agents and service providers) of the proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents and service providers) to comply with any applicable laws, listing rules, take-over 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 and service providers), 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 and service providers) 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.

This Notice has been prepared by the Company and its contents have been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. (the "**Sponsor**"), for compliance with the relevant rules of the SGX-ST. This Notice has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this Notice, including the correctness of any of the statements or opinions made or reports contained in this Notice. The details of the contact person for the Sponsor are as follows:

Name: Ms Bao Qing, Registered Professional
Address: 36 Robinson Road, #10-06, City House, Singapore 068877
Email: Sponsor@rhtgoc.com

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Pursuant to Rule 720(5) of the Catalist Rules of the SGX-ST, the additional information relating to the Directors seeking re-election at the forthcoming Annual General Meeting of the Company to be convened on 29 April 2023, as set out in Appendix 7F to the Catalist Rules of the SGX-ST is set out below:

Details	Cheong Mun Cheong Alan	Soh Gim Teik
Date of Appointment	3 February 2016	1 September 2021
Date of last re-appointment	30 April 2021	29 April 2022
Age	58	67
Country of Principal Residence	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations and the search and nomination process)	Based on the recommendation of the Nominating Committee (with Mr Cheong Mun Cheong Alan abstaining from the decision-making process), the Board of Directors proposes to the Company's shareholders to approve the re-election of Mr Cheong Mun Cheong Alan as Independent Director of the Company.	Based on the recommendation of the Nominating Committee (with Mr Soh Gim Teik abstaining from the decision-making process), the Board of Directors proposes to the Company's shareholders to approve the re-election of Mr Soh Gim Teik as Independent Director of the Company.
Whether appointment is executive, and if so, the area of responsibility	Non-Executive	Non-Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Independent director Chairman of the Remuneration Committee, and Member of the Audit Committee and the Nominating Committee	Independent Director Chairman of the Nominating Committee, and Member of the Audit Committee and the Remuneration Committee
Professional qualifications	Estate Management from National University of Singapore Bachelor of Science degree in Mathematics Graduate Diploma in Statistics	Bachelor of Accountancy, University of Singapore Member, ISCA. Fellow, Singapore Institute of Directors
Working experience and occupation(s) during the past 10 years	2011 – Present Executive Director, Savills Research & Consultancy and Savills (Singapore) Pte Ltd	2008 – Present Partner, Finix Corporate Advisory LLP

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Cheong Mun Cheong Alan	Soh Gim Teik
Shareholding interest in the listed issuer and its subsidiaries	No	No
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	None	None
Conflict of interests (including any competing business)	No	No
Undertaking (in the format set out in Appendix 7H) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes
Other Principal Commitments Including Directorships		
Past (for the last 5 years)	1997-2022 Chiu Teng 8 Pte Limited	2015 – 2020 KS Energy Limited 2008 – 2021 BBR Holdings (S) Ltd 2009 – 2020 National Healthcare Group Pte Ltd 2011 – 2021 EDBI Pte Ltd 2013 – 2020 Integrated Health Information Systems Pte Ltd 2011 – 2020 Singapore Institute of Directors 2008 – 2018 Focus on the Family Pte Ltd

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Cheong Mun Cheong Alan	Soh Gim Teik
<p>Present</p>	<p>2011 – Present Savills Research & Consultancy and Savills (Singapore) Pte Ltd</p> <p>2017 – Present WBH Investments Pte Ltd</p>	<p>2022 – Present NoonTalk Media Limited</p> <p>2019 – Present Wilmar International Limited</p> <p>2017 – Present The Farrer Park Company Pte Ltd</p> <p>2017 – Present Farrer Park Hospital Pte Ltd</p> <p>2020 – Present SDAX Exchange Pte Ltd (formerly known as Digiassets Exchange (Singapore) Pte Ltd)</p> <p>2018 – Present Old Rafflesians' Association</p> <p>2015 – Present Singapore Science Centre</p> <p>2021 – Present Agency for Science, Technology and Research (A* Star)</p> <p>2019 – Present Consortium for Clinical Research and Innovation Singapore Pte Ltd</p> <p>2020 – Present MOH Holdings Pte Ltd</p> <p>2021 – Present National Healthcare Group Fund</p> <p>1994 – Present Shanling Investments Pte Ltd</p> <p>2008 – Present Finix Corporate Advisory LLP</p>

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Cheong Mun Cheong Alan	Soh Gim Teik
Information Required Pursuant to Catalist Rule 704(6)		
(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No
(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	Yes. Was previously an Independent Director of KS Energy Limited. Ceased to be director in August 2020 when Judicial Managers were appointed.

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Cheong Mun Cheong Alan	Soh Gim Teik
(c) Whether there is any unsatisfied judgment against him?	No	No
(d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No
(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Cheong Mun Cheong Alan	Soh Gim Teik
<p>(f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?</p>	No	No
<p>(g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?</p>	No	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Cheong Mun Cheong Alan	Soh Gim Teik
<p>(h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?</p>	No	No
<p>(i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?</p>	No	No
<p>(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:-</p> <p>(i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or</p>	No	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Cheong Mun Cheong Alan	Soh Gim Teik
<p>(ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or</p>	No	No
<p>(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or</p>	No	No
<p>(iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere,</p> <p>in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?</p>	No	No

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Details	Cheong Mun Cheong Alan	Soh Gim Teik
(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No	No

OLIVE TREE ESTATES LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 200713878D)

IMPORTANT

1. Relevant intermediaries (as defined in Section 181 of the Companies Act 1967) may appoint more than two proxies to attend, speak and vote at the Annual General Meeting.
2. For CPF/SRS investors who have used their CPF/SRS monies to buy the Company's shares, this Proxy Form is not valid for use by CPF/SRS investors and shall be ineffective for all intents and purposes if used or purported to be used by them. CPF/SRS investors should contact their respective Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies. CPF and 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 by 5.00 p.m. on 19 April 2023.

PROXY FORM

ANNUAL GENERAL MEETING

I/We, _____ (full name in capital letters)

NRIC No./Passport No./Company Registration No. _____

of _____
(full address) being a member/members of Olive Tree Estates Limited (the "Company"), hereby appoint:

Name	Address	NRIC/Passport No.	Proportion of Shareholdings	
			No. of Shares	%

and/or (delete as appropriate)

Name	Address	NRIC/Passport No.	Proportion of Shareholdings	
			No. of Shares	%

or failing him/her, the Chairman of the Meeting as my/our proxy/proxies to attend and vote for me/us on my/our behalf at the Annual General Meeting ("AGM") of the Company to be held at 114 Lavender Street, #18-01 CT Hub 2, Singapore 338729 on Saturday, 29 April 2023 at 10.00 a.m. and at any adjournment thereof.

I/We direct my/our proxy/proxies to vote for or against, or abstain from voting on, the Resolutions to be proposed at the AGM as indicated hereunder. If no specific direction as to voting is given, or in the event of any other matter arising at the AGM and/or at any adjournment thereof, the proxy/proxies will vote or abstain from voting at his/her/their discretion.

(Voting will be conducted by poll. In respect of any resolution, if you wish to exercise all your vote(s) "For", "Against" or "Abstain", please tick within the relevant box provided. Alternatively, please indicate the number of votes as appropriate within the relevant box.)

	ORDINARY BUSINESS (Ordinary Resolutions)	For	Against	Abstain
Resolution 1	To receive and adopt the Directors' Statement and Audited Financial Statements of the Company for the financial year ended 31 December 2022, together with the Auditor's Report thereon			
Resolution 2	To re-elect Mr Cheong Mun Cheong Alan, a Director retiring pursuant to Regulation 97 of the Company's Constitution			
Resolution 3	To re-elect Mr Soh Gim Teik, a Director retiring pursuant to Regulation 97 of the Company's Constitution			
Resolution 4	To approve payment of Directors' Fees for financial year ending 31 December 2023, to be payable quarterly in arrears			
Resolution 5	To re-appoint Messrs CLA Global TS Public Accounting Corporation as Auditor and to authorise the Directors to fix their remuneration			
	SPECIAL BUSINESS (Ordinary Resolution)			
Resolution 6	To approve and adopt the Share Issue Mandate			

Dated this _____ day of _____ 2023

Total Number of Shares Held in:

- | | |
|-------------------------|--|
| (a) CDP Register | |
| (b) Register of Members | |

Signature(s) or Common Seal of member(s)

IMPORTANT: PLEASE READ THE NOTES

Notes to the Proxy Form

1. A member should insert the total number of shares held. If the member has shares entered against his name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), he should insert that number of shares. If the member has shares registered in his name in the Register of Members of the Company, he should insert the number of shares. If the member has shares entered against his name in the Depository Register and shares registered in his name in the Register of Members of the Company, he should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by the member of the Company.
2. Printed copies of this proxy form will NOT be sent to shareholders. It can be accessed at the Company's Corporate website at the URL <https://www.olivetreeestates.com/investors/aggm/>, and will also be made available on SGX's website at the URL <https://www.sgx.com/securities/company-announcements>. Where a member (whether individual or corporate) appoints proxy(ies), 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 proxy for that resolution will be treated as invalid.
3. A member of the Company who is not a relevant intermediary (as defined in Note (5) below) shall be entitled to appoint not more than two proxies to attend, speak and vote at the AGM in his stead.
4. A member of the Company who is a relevant intermediary (as defined in Note (5) below) is entitled to appoint more than two proxies to attend, speak and vote at the AGM in his stead, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him.
5. Pursuant to Section 181 of the Companies Act 1967, a "relevant intermediary" means:–
 - (a) a banking corporation licensed under the Banking Act 1970 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 2001 and who holds shares in that capacity; or
 - (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953, 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.
6. A proxy need not be a member of the Company. A member can appoint the Chairman of the meeting as his/her/its proxy but this is not mandatory.
7. The instrument appointing a proxy or proxies must be submitted to the Company in the following manner:
 - (a) if submitted by post, be lodged with the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632; or
 - (b) if submitted electronically, be submitted via email to the Company at aggm@olivetreeestates.com,

in either case, not less than 48 hours before the time appointed for the AGM.

A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

Members are strongly encouraged to submit completed proxy forms electronically via email, where possible.

8. 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 either under its seal or the hand of its attorney or duly authorised officer. Where the instrument appointing a proxy or proxies is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company), if the instrument appointing a proxy or proxies is submitted by post, be lodged with the instrument of proxy or, if the instrument appointing a proxy or proxies is submitted electronically via email, be emailed with the instrument of proxy, failing which the instrument may be treated as invalid.
9. The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies (including any related attachment).
10. In the case of members of the Company whose shares are entered against their names in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if such members are not shown to have shares entered against their names in the Depository Register as at seventy-two (72) hours before the time appointed for holding the AGM as certified by The Central Depository (Pte) Limited to the Company.

Personal data privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 31 March 2023.