



HONG FOK CORPORATION LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 196700468N)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of **HONG FOK CORPORATION LIMITED** will be held at Room 300-301 Level 3, Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard Suntec City, Singapore 039593 on **Friday, 28 April 2017 at 2.30 p.m.** for the purpose of considering and, if thought fit, passing with or without any amendment, the following resolution as a Special Resolution:

That the regulations contained in the new Constitution reproduced in their entirety in Appendix 1 to the Circular dated 6 April 2017 to Shareholders in relation to the proposed adoption of new Constitution be approved and adopted as the Constitution of the Company in substitution for, and to the exclusion of, the existing Constitution with effect from 1 May 2017. **(Resolution 1)**

BY ORDER OF THE BOARD

LO SWEE OI
KOH CHAY TIANG
Company Secretaries

Singapore
6 April 2017

Notes:

- (a) The Chairman of this EGM will be exercising his right under Article 81 of the Company’s Constitution to demand a poll in respect of Resolution 1.
- (b) Except for a member who is a Relevant Intermediary as defined under Section 181(6) of the Companies Act, Chapter 50, a member is entitled to appoint not more than two proxies to attend, speak and vote at the meeting. A proxy need not be a member of the Company.

A member of the Company who is a Relevant Intermediary is entitled to appoint more than two proxies to attend, speak and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member (which number and class of shares shall be specified). In such an event, such member shall submit a list of its proxies together with the information required in the proxy form to the Company.

“Relevant Intermediary” means:

- (i) a banking corporation licensed under the Banking Act of Singapore (Chapter 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;
 - (ii) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act of Singapore (Chapter 289), and who holds shares in that capacity; or
 - (iii) the Central Provident Fund Board established by the Central Provident Fund Act of Singapore (Chapter 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.
- (c) Where a member appoints two proxies, he shall specify the proportion of his shareholdings to be represented by each proxy.
 - (d) The instrument appointing a proxy must be deposited at the Registered Office of the Company at 300 Beach Road #41-00, The Concourse, Singapore 199555 not less than 48 hours before the time appointed for holding the EGM.
 - (e) If the member is a corporation, the instrument appointing the proxy must be under seal or the hand of an officer or attorney duly authorised.

Explanatory Notes:

The proposed Resolution 1 above, if passed, will approve the adoption of a new Constitution in substitution for, and to the exclusion of, the Company’s existing Constitution. The new Constitution will consist of the memorandum and articles of association of the Company which are currently in force and incorporate amendments to take into account, among other things, the changes to the Companies Act introduced pursuant to the Companies (Amendment) Act 2014 and the prevailing listing rules of the SGX-ST. The Company is also taking the opportunity to incorporate certain other general changes. Please refer to the Circular dated 6 April 2017 to Shareholders in relation to the proposed adoption of new Constitution for more details.

Personal Data Privacy:

By submitting an instrument 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 or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) 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 or service providers) 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 or 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 or 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.