



INFINIO GROUP LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No.: 199801660M)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of INFINIO GROUP LIMITED (the "Company") will be held at 2 Leng Kee Road #03-04, Thye Hong Centre, Singapore 159086, on 5 December 2014 at 11 a.m. for the purpose of considering, and if thought fit, passing, with or without modifications, the following ordinary resolutions:

ORDINARY RESOLUTION:

- (1) **RESOLUTION 1: THE PROPOSED ALLOTMENT AND ISSUANCE OF 6,666,000 NEW ORDINARY SHARES OF THE COMPANY AT AN ISSUE PRICE OF S\$0.007 PER SHARE ("REMUNERATION SHARES") TO THE EXECUTIVE DIRECTORS OF THE COMPANY ("PROPOSED SHARE ISSUANCE")**

THAT approval be and is hereby given:

- (a) for the allotment and issuance of the Remuneration Shares to the Executive Directors on the terms set out in the Letters of Appointment;
- (b) the Company and any director of the Company (the "Director") be authorised to take all necessary steps, to do all such acts and things and sign all such documents and deeds (including approving any matters in relation to the Proposed Share Issuance) as they may consider necessary, desirable or expedient to give effect to or carrying into effect this Ordinary Resolution, provided where the Company seal is required to be affixed to the documents and deeds, such documents and deeds shall be signed and the Company seal shall be affixed in accordance with the Articles of Association of the Company.

- (2) **RESOLUTION 2: THE PROPOSED CHANGE OF AUDITORS**

THAT:

- (a) the resignation of Messrs Robert Yam & Co. as auditors of the Company be and is hereby accepted and that Messrs Foo Kon Tan Grant Thornton LLP be and are hereby appointed auditors of the Company and to hold office until the conclusion of the next annual general meeting of the Company, at such remuneration and on such terms to be agreed between the Directors and Messrs Foo Kon Tan Grant Thornton LLP; and
- (b) subject to the relevant laws and regulations, the Listing Manual of the Singapore Exchange Securities Trading Limited and the Articles of Association of the Company, any Director or Directors be and are hereby authorized to do any acts or things to give effect to the Proposed Change of Auditors.

**BY ORDER OF THE BOARD
INFINIO GROUP LIMITED**

Lee Bee Fong
Company Secretary

Singapore
20 November 2014

NOTES:

1. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on his behalf. A proxy need not be a member of the Company.
2. Where a member appoints two proxies, he shall specify the proportion of his shareholding to be represented by each proxy. If no such proportion or number is specified, the first named proxy may be treated as representing 100 per cent of the shareholding and any second named proxy as an alternate to the first named.
3. The instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be either under its common seal or under the hand of any duly authorised officer or attorney duly authorised. The power of attorney or other authority, if any, under which the instrument of proxy is signed on behalf of the member or duly certified copy of that power of attorney or other authority (failing previous registration with the Company) shall be attached to the instrument of proxy.
4. The instrument appointing a proxy must be deposited at the registered office of the Company at 80 Robinson Road #02-00 Singapore 068898, not less than 48 hours before the time of the Meeting.
5. Investors who have used their CPF account savings to buy shares in the capital of the Company and who wish to attend the Extraordinary General Meeting as observers are to register with their respective CPF agent banks.
6. Unless defined herein, capitalised terms in the Resolution set out in this Notice of EGM shall bear the same meanings as in the Circular to Shareholders dated 20 November 2014.