



KLW HOLDINGS LIMITED

(Company Registration Number: 199504141D)
(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of KLW Holdings Limited (the "Company") will be held at 101 Thomson Road #30-02 United Square, Singapore 307591 on 26 January 2015 at 2.00 p.m. for the purpose of considering and, if thought fit, passing (with or without amendments) the following ordinary resolutions:-

All capitalised terms used in this Notice of EGM which are not defined herein shall, unless the context otherwise requires, have the same meanings ascribed to them in the circular to the Shareholders of the Company dated 9 January 2015.

AS ORDINARY RESOLUTIONS:

ORDINARY RESOLUTION 1

APPROVAL FOR THE PROPOSED DIVERSIFICATION INTO PROPERTY BUSINESS

That:

- (a) approval be and is hereby given for the diversification by the Company and its subsidiaries of its Existing Core Business into property development and property investment (the "Property Business") as part of the Existing Core Business of the Group, and any other activities or businesses reasonably incidental or ancillary thereto;
- (b) the Directors of the Company and each of them be and is hereby authorised to complete and do all such acts and things, including without limitation, to execute all such documents and to approve any amendments, alteration or modification to any documents as they may consider necessary, desirable or expedient to give full effect to this Resolution.

ORDINARY RESOLUTION 2

APPROVAL FOR THE PROPOSED DIVERSIFICATION INTO INVESTMENT BUSINESS

That:

- (a) approval be and is hereby given for the diversification by the Company and its subsidiaries of its Existing Core Business into engaging in financial investment activities as principal including investing in quoted and/or unquoted securities (the "Investment Business") as part of the Existing Core Business of the Group, and any other activities or businesses reasonably incidental or ancillary thereto;
- (b) the Directors of the Company and each of them be and is hereby authorised to complete and do all such acts and things, including without limitation, to execute all such documents and to approve any amendments, alteration or modification to any documents as they may consider necessary, desirable or expedient to give full effect to this Resolution.

BY ORDER OF THE BOARD

Jennifer Lee

Company Secretary

Singapore

9 January 2015

Notes:-

1. A member of the Company entitled to attend and vote at the Extraordinary General Meeting may appoint a proxy to attend and vote in his/her behalf. A proxy need not be a member of the Company.
2. If a proxy is to be appointed, the instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney, must be duly deposited at the registered office of the Company at 39 Kaki Bukit Industrial Terrace Singapore 416119 not less than 48 hours before the time appointed for the holding of the Extraordinary General Meeting.
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 executed either under its seal or under the hand of any official or attorney duly authorised.

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.

This notice has been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. (the "Sponsor"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("Exchange"). The Company's Sponsor has not independently verified the contents of this notice. This notice has not been examined or approved by the Exchange and the Exchange 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 contact person for the Sponsor is Mr. Chew Kok Liang at RHT Capital Pte Ltd, Six Battery Road, #10-01, Singapore 049909, Telephone: 6381 6757.