WEE HUR HOLDINGS LTD.

(Company Registration Number 200619510K)
(Incorporated in the Republic of Singapore)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirteenth Annual General Meeting of Wee Hur Holdings Ltd. (the "**Company**") will be convened and held by electronic means on Wednesday, 3 June 2020 at 10.00 a.m. for the purpose of transacting the following business:

ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement, Auditor's Report and Audited Financial Statements for the financial year ended 31 December 2019. **Resolution 1**

2. To declare the payment of a final tax exempt (one-tier) dividend of S$0.005 per ordinary share for the financial year ended 31 December 2019. **Resolution 2**

3. To approve the payment of Directors' fees of S$180,000 for the financial year ending 31 December 2020, to be paid quarterly in arrears. (2019: S$180,000). **Resolution 3**

4. To re-elect Mr Teo Choon Kow @ William Teo, a Director retiring pursuant to Regulation 109 of the Company's Constitution. [*See explanatory Note (a)*] **Resolution 4**

5. To re-elect Mr Wong Kwan Seng Robert, a Director retiring pursuant to Regulation 109 of the Company's Constitution. [*See explanatory Note (a)*] **Resolution 5**

6. To re-appoint PricewaterhouseCoopers LLP as Independent Auditor and to authorise the Directors to fix their remuneration. **Resolution 6**

SPECIAL BUSINESS

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

7. **Share Issue Mandate** **Resolution 7**

"That pursuant to Section 161 of the Companies Act, Chapter 50 (the "**Companies Act**") and the listing rules of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") authority be and is hereby given to the Directors of the Company to:

(a) (i) issue shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or

(ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might 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

(b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors while this Resolution was in force,

provided that:

(1) the aggregate number of Shares (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed fifty per cent (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares (including Shares to be issued in pursuance of Instruments made or

granted pursuant to this Resolution) to be issued other than on a pro rata basis to existing shareholders of the Company shall not exceed twenty per cent (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);

(2) (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 (1) above, the total number of issued Shares shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital 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;

(ii)* new Shares arising from the exercise of share options or vesting of share awards, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual of SGX-ST; and

(iii) any subsequent bonus issue, consolidation or subdivision of Shares;

**Adjustments in accordance with (i) or (ii) are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this resolution approving the mandate.*

and, in sub-paragraph (1) above and this sub-paragraph (2), "subsidiary holdings" has the meaning given to it in the Listing Manual of the SGX-ST.

(3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and

(4) (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, whichever is the earlier." *[See Explanatory Note (b)]*

NOTICE IS HEREBY GIVEN that, subject to the members' approval at the forthcoming Annual General Meeting of the Company, the Transfer Books and Register of Members of the Company will be closed at 5.00 p.m. on 5 June 2020 for the purpose of determining members' entitlement to the proposed final tax exempt (1-tier) dividend of S$0.005 per ordinary share for the financial year ended 31 December 2019 (the "**FY2019 Final Dividend**").

Duly completed transfers received by the Company's Registrar, Boardroom Corporate & Advisory Services Pte Ltd of 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623 up to the close of business at 5.00 p.m. on 5 June 2020 will be registered to determine the members' entitlement to the FY2019 Final Dividend.

In respect of shares in securities accounts with the Central Depository (Pte) Limited ("**CDP**"), the FY2019 Final Dividend will be paid by the Company to CDP which will in turn distribute the FY2019 Final Dividend entitlements to holders of shares in accordance with its practice.

The FY2019 Final Dividend, if approved, will be paid on 15 June 2020 to members registered in the books of the Company on 5 June 2020.

By Order of the Board
Tan Ching Chek and Teo Ah Hiong
Joint Company Secretaries

19 May 2020

Explanatory Notes:

(a) Mr Teo Choon Kow @ William Teo, if re-elected, will continue to serve as the Chairman of the Audit and the Remuneration Committees and a member of the Nominating Committee. Mr Teo Choon Kow @ William Teo will be considered independent.

Mr Wong Kwan Seng Robert, if re-elected, will continue to serve as the Chairman of the Nominating Committee and a member of the Audit and the Remuneration Committees. Mr Wong Kwan Seng Robert will be considered independent.

Information pursuant to Rule 720(6) of the Listing Manual on Mr Teo Choon Kow @ William Teo and Mr Wong Kwan Seng Robert can be found under the "Information on Directors Seeking for Re-election" annexed to this Notice of Annual General Meeting.

(b) The proposed ordinary resolution 7, if passed, will empower the Directors of the Company from the date of the above meeting until the next Annual General Meeting to issue shares in the Company up to the limits as specified in the resolution for such purposes as they consider would be in the interests of the Company. This authority will continue in force until the next Annual General Meeting of the Company, unless previously revoked or varied at a general meeting.

Notes:

1. The Annual General Meeting of the Company ("**AGM**") will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of this Notice will not be sent to members. Instead, this Notice will be sent to members by electronic means via publication on the Company's website at https://www.weehur.com.sg/investor-relations/announcements-and-press-release/ and on the SGX website at https://www.sgx.com/securities/company-announcements. .

2. Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the chairman of the meeting of the Company (the "**Chairman of the Meeting**") in advance of the AGM, addressing of substantial and relevant questions at the AGM and voting by appointing the Chairman of the Meeting as proxy at the AGM, are set out in the accompanying Company's announcement dated 19 May 2020.

3. Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the AGM in person. Members may watch the AGM proceedings through a live webcast using their computers, tablets or mobile phones or listening to the proceedings through live audio-only stream via telephone.

   To access the live webcast and the audio-only stream, members need to register by no later than 10.00 a.m. on 31 May 2020, being 72 hours before the time fixed for the AGM ("**Registration Deadline**") to enable the Company to verify their status. Authenticated members will receive an email a day before the AGM, containing the link and the telephone number through which the live webcast and the live audio-only stream can be accessed, and the login details and credentials.

   Members can register by clicking on Wee Hur's Registration Portal Url link: http://weehur.availease.com and we advise all members to register as early as possible. Members are advised to also check the Junk folder of their email in case the emails are directed there instead of Inbox. Members who registered by the Registration Deadline but do not receive an email response by 10.00 a.m. on 2 June 2020, may contact the Company at general@weehur.com.sg or Tel: 6258 1002.

4. **A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM**. Please note that a member may not vote at the AGM otherwise than by way of appointing the Chairman of the Meeting as the member's proxy. The accompanying proxy form for the AGM will be published on the Company's website at https://www.weehur.com.sg/investor-relations/announcements-and-press-release/ and on the SGX website at https://www.sgx.com/securities/company-announcements.

5. Where a member (whether individual or corporate) appoints the Chairman of the Meeting 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 proxy form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

   The proxy form is not valid for use by persons holding shares in the Company through relevant intermediaries (as defined in Section 181 of the Companies Act, Chapter 50) (including CPF/SRS investors) ("**Investors**") and shall be ineffective for all intents and purposes if used or purported to be used by them. Investors who wish to vote should instead approach his/her relevant intermediary as soon as possible to specify voting instructions. CPF/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 10.00 a.m. on 21 May 2020.

6. The Chairman of the Meeting, as proxy, need not be a member of the Company.

7. The instrument appointing the Chairman of the Meeting as proxy must be submitted to the Company in the following manner: (a) if submitted by post, be lodged at the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623; or (b) if submitted electronically, be submitted via email to the Company's Share Registrar at srs.teamd@boardroomlimited.com, in either case not less than 72 hours before the time appointed for the AGM, i.e. no later than 10.00 a.m. on 31 May 2020. 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.

   In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.

8. A member who pre-registers to watch the live webcast or listen to the live audio-only stream may also submit questions relating to the business of this AGM in the following manner: (a) via the pre-registration website by clicking on Wee Hur's Registration Portal Url link: http://weehur.availease.com; (b) by email to the Company's Share Registrar at srs.teamd@boardroomlimited.com; or (c) by post to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, in either case not less than 72 hours before the time appointed for the AGM, i.e. no later than 10.00 a.m. on 31 May 2020.

   In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit questions by post, members are strongly encouraged to submit their questions via the pre-registration website or email. The Company will endeavour to address all substantial and relevant questions prior to the AGM by publishing the responses to questions on the Company's website and on SGXNet.

9. The Annual Report 2019 may be accessed at the Company's website at https://www.weehur.com.sg/investor-relations/annual-reports/ by clicking on the hyperlink for "Annual Report 2019".

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 or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of 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 or 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 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) 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.

INFORMATION ON DIRECTORS SEEKING FOR RE-ELECTION

Mr Teo Choon Kow @ William Teo and Mr Wong Kwan Seng Robert are the Directors seeking for re-election at the Thirteenth Annual General Meeting of the Company to be held by electronic means on Wednesday, 3 June 2020 at 10.00 a.m.

Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST, the information relating to Mr Teo Choon Kow @ William Teo and Mr Wong Kwan Seng Robert as set out in Appendix 7.4.1. of the Listing Manual of the SGX-ST is as follows:

Name of Director	**Teo Choon Kow @ William Teo**	**Wong Kwan Seng Robert**
Date of Appointment	14 December 2007	14 December 2007
Date of last re-appointment (if applicable)	28 April 2017	28 April 2017
Age	73	62
Country of Principal Residence	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	Mr Teo will continue to contribute his valuable experience and knowledge to the Board of the Company.	Mr Wong will continue to contribute his valuable experience and knowledge to the Board of the Company.
Whether appointment is executive, and if so, the area of responsibility:	N.A.	N.A.
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Lead Independent Director, AC & RC Chairman and NC Member	Independent Non-Executive Director, NC Chairman, AC & RC Member
Professional qualifications	ACCA (UK)	LLB (Hons) Advocate and Solicitor
Working experience and occupation(s) during the past 10 years	Mr Teo has retired since 2004 and is now focusing on his independent directorships in Singapore listed companies and on other commitments, including the following: 2019 – current: Datapulse Technology Limited – Independent Director 2019 – current: Kitchen Culture Holdings Ltd – Independent Director 2016 – current: Property Locaters (Pte) Ltd – Secretary 2014 – current: Zunhou Capital Pte Ltd – Director 2011 – current: PSL Holdings Limited – Independent Director	Advocate and Solicitor
Shareholding interest in the listed issuer and its subsidiaries	Nil	225,000 shares registered in own name & spouse

INFORMATION ON DIRECTORS SEEKING FOR RE-ELECTION

Name of Director	**Teo Choon Kow @ William Teo**	**Wong Kwan Seng Robert**
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	Nil	Nil
Conflict of interests (including any competing business)	Nil	Nil
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes
Other principal commitments including directorships: Past (for the last 5 years):	• CWX Global Limited (formerly known as Loyz Energy Ltd) - Director • SHS Holdings Ltd - Director • Silkroad Nickel Ltd - Director • DLF Holdings Limited - Director • Ascendant Technologies Pte Ltd - Director • Fral Ballistics Pte Ltd - Director	• K&L Gates Straits Law LLC – Director
Present	• PSL Holdings Limited – Independent Director • Kitchen Culture Holdings Limited – Independent Director • Datapulse Technology Limited – Lead Independent Director • Zunhou Capital Pte Ltd - Director Other principal commitments: • Sengkang West Community Development and Welfare Fund, Chairman • Ang Mo Kio/Yio Chu Kang Town Council, Vice Chairman of the Finance Committee • Pei Hwa Secondary School, School Advisory Council Member	• Willas-Array Electronics (Holdings) Limited – Independent Director • Bobalice (Pte) Ltd - Director

INFORMATION ON DIRECTORS SEEKING FOR RE-ELECTION

Information required under items (a) to (k) of Appendix 7.4.1 of the Listing Manual of the SGX-ST		
Name of Director	**Teo Choon Kow @ William Teo**	**Wong Kwan Seng Robert**
(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?	Yes Mr Teo served as an independent director in Hongwei Technologies Limited ("**HTL**") from June 2011 to March 2012. HTL had, on 13 December 2011, presented a petition to the Supreme Court of Bermuda for, inter alia, the appointment of joint provisional liquidators with the objectives of securing and safeguarding the assets of HTL. HTL was eventually delisted from SGX-ST on 3 January 2014. Please refer to the Annexure for further information in relation to HTL.	No
(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

INFORMATION ON DIRECTORS SEEKING FOR RE-ELECTION

Name of Director	Teo Choon Kow @ William Teo	Wong Kwan Seng Robert
(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?	No	No
(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?	No	No
(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?	No	No
(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?	No	No
(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:- (i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or (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	Yes, please refer to the Annexure	No

INFORMATION ON DIRECTORS SEEKING FOR RE-ELECTION

Name of Director	Teo Choon Kow @ William Teo	Wong Kwan Seng Robert
(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 (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, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?		
(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or have 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

Annexure

Disclosures of Mr Teo Choon Kow @ William Teo pursuant to items (b) and j(i) of Appendix 7.4.1 of the Listing Manual of the SGX-ST

(b)
Special Audit of Hongwei Technologies Limited

Mr Teo served as an independent director in Hongwei Technologies Limited ("**HTL**") from June 2011 to March 2012. A special auditor was appointed on 29 March 2011 to investigate the affairs of HTL concerning issues about the cash and bank balances confirmation in HTL's China-incorporated subsidiary. The Independent Review report findings were announced on 22 October 2011. Mr Teo was not a subject of the special audit. Mr Teo, together with other members of the board, oversaw the special audit.

j(i)
Delisting of FM Holdings Limited

Mr Teo served as an independent director of FM Holdings Limited ("**FM Holdings**") from 1 August 2008 to 20 January 2010. He and another independent director resigned from the board of FM Holdings as they were concerned that they could not effectively discharge their duties because of the lack of information and transparency by the management of FM Holdings. PrimePartners Corporate Finance Pte. Ltd., the sponsor of FM Holdings, had also resigned on the same day for the same reason. On 29 July 2010, SGX-ST issued a directive for the delisting of FM Holdings due to failure in engaging a sponsor for more than three months as required by the Catalist Listing Rules. FM Holdings was delisted on 13 October 2010.

Special Audit of HB Global Limited

Mr Teo served as an independent director in HB Global Limited ("**HBG**"), a company listed on Bursa Malaysia ("**Bursa**"), from 24 August 2012 to 31 December 2013. HBG had failed to submit its annual audited accounts for FY2012 to Bursa within the stipulated timeframe, i.e. by 30 April 2013, as the audit was still in progress. On 30 April 2013, HBG's auditors had given notice that it would not seek re-appointment after issuing a disclaimer audit opinion on the FY2012 accounts as it was unable to reconcile the bank balance of HBG's subsidiary and HBG's trade receivables and trade payables. On 8 May 2013, Bursa had directed HBG to appoint a special auditor to investigate the affairs of HBG, in particular, its financials, and to identify any potential irregularities. On 21 October 2013, key findings of the special audit were announced by HBG, and the findings were contrary to the previous auditors' disclaimer of opinion. On 26 November 2013, Bursa directed HBG to conduct a special audit on its inventories. The key findings were subsequently announced on 24 February 2014, and it was noted that no material exceptions were found in the second special audit. Mr Teo was not a subject of the special audit. Mr Teo had, in his capacity of independent director, supervised the special audit together with the other members of the board during his appointment period.