
NOTICE OF EXTRAORDINARY GENERAL MEETING

JASPER INVESTMENTS LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 198700983H)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (“**EGM**”) of Jasper Investments Limited (the “**Company**”) will be convened and held by way of physical meeting only at 3 Chin Bee Crescent, Level 4, Singapore 619891 on 30 October 2024 at 11.15 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the Ordinary Resolutions set out below.

All capitalised terms used in this Notice which are not defined herein shall have the meanings ascribed to them in the circular to shareholders of the Company dated 15 October 2024 (the “**Circular**”).

This Notice has been made available on SGXNET at the URL <https://www.sgx.com/securities/company-announcements> and the Company’s website at the URL <http://www.jasperinvests.com/>.

ORDINARY RESOLUTION 1: CLN ISSUANCE TO MR. GOH HAO KWANG DENNIS

That pursuant to Section 161 of the Companies Act and Rules 804, 805(1), 811(3) and 812(2) of the Listing Manual:

- (1) approval be and is hereby given for the issue of the CLN to Mr. Goh Hao Kwang Dennis, an Executive Director and the Chief Executive Officer of the Company, in the principal amount of S\$250,000 (together with S\$3,333.33 being part of the interest accrued thereon) convertible into 230,303,030 CLN Shares at the base CLN Conversion Price of S\$0.0011 per CLN Share (subject to certain adjustments in accordance with the terms and conditions of the CLN) subject to and on the terms and conditions of the CLN Subscription Agreement;
- (2) approval be and is hereby given for the issue and allotment to Mr. Goh Hao Kwang Dennis, an Executive Director and the Chief Executive Officer of the Company, of 230,303,030 CLN Shares (and such other number of CLN Shares which may be issued pursuant to any adjustments in accordance with the terms and conditions of the CLN) on conversion of the CLN, subject to and on the terms and conditions of the CLN Subscription Agreement;
- (3) approval be and is hereby given for the aforementioned issue and allotment to Mr. Goh Hao Kwang Dennis, an Executive Director and the Chief Executive Officer of the Company, who is a restricted person under Rules 804 and 812 of the Listing Manual;
- (4) approval be and is hereby given for the aforementioned issue and allotment of 230,303,030 CLN Shares at the base CLN Conversion Price of S\$0.0011 per CLN Share (subject to certain adjustments in accordance with the terms and conditions of the CLN), which is priced at a discount exceeding 10% of the 20 September VWAP;
- (5) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable,

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necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and

- (6) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution be and are hereby approved, confirmed and ratified.

ORDINARY RESOLUTION 2: ISSUE AND ALLOTMENT OF 4,333,333,333 PLACEMENT SHARES TO THE TRANCHE 1 INVESTORS

That pursuant to Section 161 of the Companies Act and Rule 805(1) of the Listing Manual:

- (1) approval be and is hereby given for the issue and allotment of 4,333,333,333 Placement Shares to the Tranche 1 Investors at the Placement Issue Price of S\$0.0015 per Placement Share for an aggregate consideration of S\$6,500,000 payable in cash and subject to and on the terms and conditions of the relevant Placement Agreements;
- (2) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and
- (3) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution be and are hereby approved, confirmed and ratified.

ORDINARY RESOLUTION 3: ISSUE AND ALLOTMENT OF 9,406,666,669 PLACEMENT SHARES TO THE TRANCHE 2 INVESTORS

That pursuant to Section 161 of the Companies Act and Rules 805(1) and 811(3) of the Listing Manual:

- (1) approval be and is hereby given for the issue and allotment of 9,406,666,669 Placement Shares to the Tranche 2 Investors at the Placement Issue Price of S\$0.0015 per Placement Share for an aggregate consideration of S\$14,110,000 payable in cash and subject to and on the terms and conditions of the relevant Placement Agreements;
- (2) approval be and is hereby given for the aforementioned issue and allotment of 9,406,666,669 Placement Shares at the Placement Issue Price of S\$0.0015 per Placement Share, which is priced at a discount exceeding 10% of the 24 June VWAP;
- (3) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to

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be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and

- (4) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution be and are hereby approved, confirmed and ratified.

ORDINARY RESOLUTION 4: ISSUE AND ALLOTMENT OF 1,133,333,333 PLACEMENT SHARES TO THE TRANCHE 3 INVESTOR

That pursuant to Section 161 of the Companies Act and Rules 805(1) and 811(3) of the Listing Manual:

- (1) approval be and is hereby given for the issue and allotment of 1,133,333,333 Placement Shares to the Tranche 3 Investor at the Placement Issue Price of S\$0.0015 per Placement Share for an aggregate consideration of S\$1,700,000 payable in cash and subject to and on the terms and conditions of the relevant Placement Agreement;
- (2) approval be and is hereby given for the aforementioned issue and allotment of 1,133,333,333 Placement Shares at the Placement Issue Price of S\$0.0015 per Placement Share, which is priced at a discount exceeding 10% of the 19 July VWAP;
- (3) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and
- (4) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution be and are hereby approved, confirmed and ratified.

ORDINARY RESOLUTION 5: ISSUE AND ALLOTMENT OF 1,166,666,667 DIRECTOR-SUBSCRIPTION SHARES TO MR. GOH HAO KWANG DENNIS

That pursuant to Section 161 of the Companies Act and Rules 804, 805(1), 812(2) and 906(1) of the Listing Manual:

- (1) approval be and is hereby given for the issue and allotment of 1,166,666,667 Director-Subscription Shares to Mr. Goh Hao Kwang Dennis, an Executive Director and the Chief Executive Officer of the Company, at the Director-Subscription Issue Price of S\$0.0015 per

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Director-Subscription Share for an aggregate consideration of S\$1,750,000 payable in cash and subject to and on the terms and conditions of the relevant Director-Subscription Agreement;

- (2) approval be and is hereby given for the aforementioned issue and allotment to Mr. Goh Hao Kwang Dennis, an Executive Director and the Chief Executive Officer of the Company, who is a restricted person under Rules 804 and 812 of the Listing Manual;
- (3) approval be and is hereby given for the aforementioned issue and allotment, being an Interested Person Transaction, to Mr. Goh Hao Kwang Dennis, an Executive Director and the Chief Executive Officer of the Company, who is an Interested Person, under Rule 906(1) of the Listing Manual;
- (4) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and
- (5) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution be and are hereby approved, confirmed and ratified.

ORDINARY RESOLUTION 6: ISSUE AND ALLOTMENT OF 166,666,667 DIRECTOR-SUBSCRIPTION SHARES TO MR. OSITH RAMANATHAN

That pursuant to Section 161 of the Companies Act and Rules 804, 805(1) and 812(2) of the Listing Manual:

- (1) approval be and is hereby given for the issue and allotment of 166,666,667 Director-Subscription Shares to Mr. Osith Ramanathan, an Independent Non-Executive Director of the Company, at the Director-Subscription Issue Price of S\$0.0015 per Director-Subscription Share for an aggregate consideration of S\$250,000 payable in cash and subject to and on the terms and conditions of the relevant Director-Subscription Agreement;
- (2) approval be and is hereby given for the aforementioned issue and allotment to Mr. Osith Ramanathan, an Independent Non-Executive Director of the Company, who is a restricted person under Rules 804 and 812 of the Listing Manual;
- (3) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or

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each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and

- (4) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution be and are hereby approved, confirmed and ratified.

ORDINARY RESOLUTION 7: ISSUE AND ALLOTMENT OF 46,837,945 FEE CONVERSION SHARES TO MR. GOH HAO KWANG DENNIS

That pursuant to Section 161 of the Companies Act and Rules 804, 805(1) and 812(2) of the Listing Manual:

- (1) approval be and is hereby given for the issue and allotment of 46,837,945 Fee Conversion Shares to Mr. Goh Hao Kwang Dennis, an Executive Director and the Chief Executive Officer of the Company, at the Fee Conversion Issue Price of S\$0.0011 per Fee Conversion Share in connection with the capitalisation of the outstanding director's fees owing to him by the Company in the amount of S\$51,521.74;
- (2) approval be and is hereby given for the aforementioned issue and allotment to Mr. Goh Hao Kwang Dennis, an Executive Director and the Chief Executive Officer of the Company, who is a restricted person under Rules 804 and 812 of the Listing Manual;
- (3) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and
- (4) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution be and are hereby approved, confirmed and ratified.

ORDINARY RESOLUTION 8: ISSUE AND ALLOTMENT OF 46,837,945 FEE CONVERSION SHARES TO MR. OSITH RAMANATHAN

That pursuant to Section 161 of the Companies Act and Rules 804, 805(1) and 812(2) of the Listing Manual:

- (1) approval be and is hereby given for the issue and allotment of 46,837,945 Fee Conversion Shares to Mr. Osith Ramanathan, an Independent Non-Executive Director of the Company, at the Fee Conversion Issue Price of S\$0.0011 per Fee Conversion Share in connection with the capitalisation of the outstanding director's fees owing to him by the Company in the amount of S\$51,521.74;

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- (2) approval be and is hereby given for the aforementioned issue and allotment to Mr. Osith Ramanathan, an Independent Non-Executive Director of the Company, who is a restricted person under Rules 804 and 812 of the Listing Manual;
- (3) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and
- (4) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution be and are hereby approved, confirmed and ratified.

ORDINARY RESOLUTION 9: ISSUE AND ALLOTMENT OF 24,178,045 FEE CONVERSION SHARES TO MR. FREDERICK R. WALSH, JR

That pursuant to Section 161 of the Companies Act and Rule 805(1) of the Listing Manual:

- (1) approval be and is hereby given for the issue and allotment of 24,178,045 Fee Conversion Shares to Mr. Frederick R. Walsh, Jr, a former director of the Company, at the Fee Conversion Issue Price of S\$0.0011 per Fee Conversion Share in connection with the capitalisation of the outstanding director's fees owing to him by the Company in the amount of S\$26,595.85;
- (2) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and
- (3) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution be and are hereby approved, confirmed and ratified.

ORDINARY RESOLUTION 10: ISSUE AND ALLOTMENT OF 23,418,972 FEE CONVERSION SHARES TO MR. BERNARD OH

That pursuant to Section 161 of the Companies Act and Rule 805(1) of the Listing Manual:

- (1) approval be and is hereby given for the issue and allotment of 23,418,972 Fee Conversion Shares to Mr. Benard Oh, a former director of the Company, at the Fee Conversion Issue Price

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of S\$0.0011 per Fee Conversion Share in connection with the capitalisation of the outstanding director's fees owing to him by the Company in the amount of S\$25,760.87;

- (2) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and
- (3) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution be and are hereby approved, confirmed and ratified.

ORDINARY RESOLUTION 11: ISSUE AND ALLOTMENT OF 207,221,091 POLARIS LOAN CONVERSION SHARES TO POLARIS NINE PRIVATE LIMITED

That pursuant to Section 161 of the Companies Act and Rules 805(1) and 812(2) of the Listing Manual:

- (1) approval be and is hereby given for the issue and allotment of 207,221,091 Polaris Loan Conversion Shares to Polaris Nine Private Limited, a Controlling Shareholder of the Company, at the Polaris Loan Conversion Price of S\$0.0011 per Polaris Loan Conversion Share in connection with the capitalisation of the outstanding loan owing to it by the Company in the amount of S\$227,943.20;
- (2) approval be and is hereby given for the aforementioned issue and allotment to Polaris Nine Private Limited, a Controlling Shareholder of the Company, who is a restricted person under Rule 812 of the Listing Manual;
- (3) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and
- (4) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution be and are hereby approved, confirmed and ratified.

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ORDINARY RESOLUTION 12: ISSUE AND ALLOTMENT OF 1,000,000,000 BONUS PERFORMANCE SHARES TO MR. GOH HAO KWANG DENNIS

That pursuant to Section 161 of the Companies Act and Rules 804, 805(1) and 812(2) of the Listing Manual:

- (1) approval be and is hereby given for the issue and allotment of 1,000,000,000 Bonus Performance Shares to Mr. Goh Hao Kwang Dennis, an Executive Director and the Chief Executive Officer of the Company, at the Bonus Performance Shares Issue Price of S\$0.0011 per Bonus Performance Share;
- (2) approval be and is hereby given for the aforementioned issue and allotment to Mr. Goh Hao Kwang Dennis, an Executive Director and the Chief Executive Officer of the Company, who is a restricted person under Rules 804 and 812 of the Listing Manual;
- (3) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and
- (4) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution be and are hereby approved, confirmed and ratified.

ORDINARY RESOLUTION 13: THE PROSPER EXCEL ACQUISITION

That:

- (1) approval be and is hereby given for the Company to acquire 51% of the issued and paid-up share capital of Prosper Excel Engineering Pte. Ltd. for an aggregate consideration of S\$7,500,000 pursuant to the terms and subject to the conditions of the sale and purchase agreement dated 25 June 2024 entered into between the Company and Mr. Johnny Lian Tian Yong which constitutes a Major Transaction under Chapter 10 of the Listing Manual;
- (2) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and

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- (3) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution be and are hereby approved, confirmed and ratified.

ORDINARY RESOLUTION 14: ISSUE AND ALLOTMENT OF 1,666,666,667 PROSPER EXCEL VENDOR'S CONSIDERATION SHARES

That pursuant to Section 161 of the Companies Act and Rules 805(1) and 811(3) of the Listing Manual:

- (1) approval be and is hereby given for the issue and allotment of 1,666,666,667 Prosper Excel Vendor's Consideration Shares to Mr. Johnny Lian Tian Yong and/or his designated nominee(s) at the Prosper Excel Acquisition Issue Price of S\$0.0015 per Prosper Excel Vendor's Consideration Share in settlement of part of the Prosper Excel Shares Consideration amounting to S\$2,500,000 pursuant to the terms and subject to the conditions of the sale and purchase agreement dated 25 June 2024 entered into between the Company and Mr. Johnny Lian Tian Yong;
- (2) approval be and is hereby given for the aforementioned issue and allotment of 1,666,666,667 Prosper Excel Vendor's Consideration Shares at the Prosper Excel Acquisition Issue Price of S\$0.0015 per Prosper Excel Vendor's Consideration Share, which is priced at a discount exceeding 10% of the 24 June VWAP;
- (3) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and
- (4) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution be and are hereby approved, confirmed and ratified.

ORDINARY RESOLUTION 15: THE PROPOSED DIVERSIFICATION OF THE GROUP'S BUSINESS TO INCLUDE THE DIGITAL TRANSFORMATION BUSINESS

That:

- (1) approval be and is hereby given for the diversification of the Group's existing core business to include the Digital Transformation Business as described in Section 5.2 of the Company's circular to the Shareholders dated 15 October 2024, and any other activities related to the Digital Transformation Business;
- (2) subject to compliance with the Listing Manual requiring approval from shareholders in certain circumstances, the Company (directly and/or through its subsidiaries) be and is hereby authorised to invest in, purchase or otherwise acquire or dispose of from time to time, any such

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assets, businesses, investments and shares/interests in any entity that is related to the Digital Transformation Business, on such terms and conditions as the Directors deem fit, and such Directors be and are hereby authorised to take such steps and exercise such discretion and do all acts and things as they deem desirable, necessary or expedient to give effect to any such investment, purchase, acquisition or disposal;

- (3) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including, without limitation, enter into all transactions, arrangements and agreements and approve, sign and execute all such documents which they in their absolute discretion consider to be necessary, and to exercise such discretion as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they or each of them deem desirable, necessary or expedient to give effect to the matters contemplated by this resolution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and
- (4) any acts and things done or performed, and/or any agreements and documents signed, executed, sealed and/or delivered by a Director in connection with this resolution be and are hereby approved, confirmed and ratified.

BY ORDER OF THE BOARD

Goh Hao Kwang Dennis
Executive Director and Chief Executive Officer
Singapore

15 October 2024

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Notes:-

- (1) **Notice and Request Form.** The EGM is being convened, and will be held by way of physical meeting only, at 3 Chin Bee Crescent, Level 4, Singapore 619891. Printed copies of this notice of EGM (the “**Notice**”) and the proxy form and the request form for the Shareholders to request for a printed copy of the Request Form will be sent to the Shareholders. In addition, this Notice, the Circular and the proxy form and the Request Form will be made available (and deemed sent) to the Shareholders by electronic means via publication on the Company’s website at the URL <http://www.jasperinvests.com/>. This Notice, the Circular, the proxy form and the Request Form will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Any reference to a time of day is made by reference to Singapore time. There will be no live audio and video webcast for online participation by the Shareholders.
- (2) **Submission of Questions.** Shareholders can submit questions relating to the business of the EGM either (i) via electronic mail to contact_us@jasperinvests.com or (ii) via post to the Share Registrar, B.A.C.S. Private Limited, at 77 Robinson Rd, #06-03 Robinson 77, Singapore 068896. Questions submitted in this manner must be submitted by 10 a.m. on 23 October 2024. The Company will endeavour to respond to substantial and relevant questions received from Shareholders via SGXNET and the Company’s website prior to the EGM, or live during the EGM. All Shareholders or their proxies will also be able to ask questions relating strictly to the business of the EGM at the EGM. Where there are substantially similar questions the Company will consolidate such questions; consequently not all questions may be individually addressed.
- (3) **Voting.** Shareholders (except a Relevant Intermediary (as defined in Section 181 of the Companies Act 1967 of Singapore)) may cast their votes for the Ordinary Resolutions at the EGM or appoint a proxy(ies) to vote at the EGM on their behalf. The accompanying proxy form for the EGM may be accessed at the Company’s website at the URL <http://www.jasperinvests.com/> and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Hard copies of the proxy form have been or will be sent to Shareholders at their addresses registered with The Central Depository (Pte) Limited (“**CDP**”).

As an alternative to voting in person or through proxy at the EGM, a Shareholder (whether individual or corporate and including a Relevant Intermediary) may appoint the Chairman of the EGM as the Shareholder’s proxy to attend, speak and vote on his/her/its behalf at the EGM if such Shareholder wishes to exercise his/her/its voting rights at the EGM. The accompanying proxy form for the EGM may be accessed at the Company’s website at the URL <http://www.jasperinvests.com/> and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Hard copies of the proxy form have been or will be sent to Shareholders at their addresses registered with the CDP.

Where a Shareholder (whether individual or corporate) appoints the Chairman of the EGM 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 the Chairman of the EGM as proxy for that resolution will be treated as invalid.

Investors who hold shares through Relevant Intermediaries (as defined in Section 181(1C) of the Companies Act) (including CPF/SRS investors) who wish to participate in the EGM by: (a) attending the EGM; (b) submitting questions in advance of or live at the EGM; and/or (c) voting at the EGM (i) live; or (ii) by appointing the Chairman of the EGM as proxy should approach their respective CPF agent banks or SRS approved banks to submit their votes at least seven working days before the EGM (i.e. by 21 October 2024) to ensure that their votes are submitted.

- (4) **Proxy.** A proxy need not be a member or shareholder of the Company.
- (5) **Instrument appointing proxy.** The instrument appointing the proxy must be submitted to the Company in the following manner:
 - (a) if submitted by post, be deposited at the offices of the Share Registrar, B.A.C.S. Private Limited, at 77 Robinson Rd, #06-03 Robinson 77, Singapore 068896; or
 - (b) if submitted electronically, be submitted via email to main@zicoholdings.com,

in either case not less than 48 hours before the time set for the holding of the EGM.

A Shareholder who wishes to submit an instrument of proxy must either use the hard copy of the proxy form sent to him/her/it or first download the proxy form by accessing the Company’s website at the URL <http://www.jasperinvests.com/> or the SGX Website at the URL <https://www.sgx.com/securities/company-announcements>, complete and sign the proxy form, before submitting it by post to the address provided above, or by scanning and sending it by email to the email address provided above. Shareholders are strongly encouraged to submit completed proxy forms electronically via email.

- (6) Shareholders should note that the manner of conducting the EGM may be subject to further changes based on any change to the COVID-19 situation, any legislative amendments and any directives or guidelines from

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government agencies or regulatory authorities. Any changes to the manner of the conduct of the EGM will be announced by the Company on the SGX Website. Shareholders are advised to check the SGX Website and the Company's website regularly for updates.

GENERAL

- (A) The instrument appointing a proxy or proxies must be under the hand of the appointor or of his/her/its 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 under the hand of an officer or attorney duly authorised. 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 be lodged with the instrument.
- (B) The Company shall be entitled to reject an instrument of proxy or proxies which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a of proxy or proxies. In addition, in the case of shares entered in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001 of Singapore), the Company may reject an instrument of proxy or proxies if the Shareholder, being the appointor, is not shown to have shares entered against his name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the EGM, as certified by CDP to the Company.

PERSONAL DATA PRIVACY

By (a) submitting an instrument appointing the Chairman of the EGM to attend, speak and vote at the EGM and/or any adjournment thereof; (b) registering to attend and/or vote at the EGM; and/or (c) submitting any question prior to or at the EGM in accordance with this Notice, a shareholder of the Company consents to the collection, use and disclosure of the shareholder's personal data by the Company (or its agents or service providers) for the following purposes:

- (i) processing, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the EGM as proxy 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);
- (ii) processing of the registration for purpose of granting access to the Shareholders (or their corporate representatives) to observe or participate in the proceedings of the EGM;
- (iii) addressing relevant and substantial questions from Shareholders received before and during the EGM and if necessary, following up with the relevant Shareholders in relation to such questions; and
- (iv) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines by the relevant authorities.

Photographic, sound, video and/or other data recordings of the EGM may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the EGM. Accordingly, the personal data of a Shareholder (such as his/her name, his/her presence at the EGM and any questions he/she may raise or motions the shareholder may propose/second) may be recorded by the Company for such purpose.