
NOTICE OF EXTRAORDINARY GENERAL MEETING

NO SIGNBOARD HOLDINGS LTD.
(Incorporated in Singapore)
(Company Registration No. 201715253N)

NOTICE OF EXTRAORDINARY GENERAL MEETING

Unless otherwise defined or the context otherwise requires, all capitalized terms herein shall bear the same meaning as used in the circular dated 6 February 2023 issued by the Company (the “**Circular**”).

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (“**EGM**”) of No Signboard Holdings Ltd. (the “**Company**”) will be held on Tuesday, 21 February 2023 at 11 a.m. by way of electronic means for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

ORDINARY RESOLUTION: THE PROPOSED APPOINTMENT OF PKF-CAP LLC AS NEW AUDITORS

That:

- (a) the appointment of PKF-CAP LLC (“**PKF**”), having consented to act, be and is hereby appointed as auditors of the Company with effect from the date of approval of shareholders of the Company of this ordinary resolution, to hold office until the conclusion of the next AGM of the Company at a fee and on such terms as may be agreed by the Directors with PKF (“**Appointment of Auditors**”); and
- (b) the Directors or any of them be and are hereby authorised to complete and do all acts and things (including executing all such documents as may be required) as they or he may in their discretion deem necessary, desirable or expedient or in the interests of the Company to give effect to the proposed change of auditors of the Company and/or the transactions authorised by this Ordinary Resolution.

(Resolution 1)

By Order of the Board
No Signboard Holdings Ltd

Lim Yong Sim (Lim Yongsen)
Executive Chairman and Chief Executive Officer

Singapore,
6 February 2023

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notes:

General

1. Pursuant to COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020, the EGM is being convened, and will be held, by electronic means and shareholders will not be allowed to attend the EGM in person. However, the alternative arrangement has been provided to allow the shareholders to participate and vote at the EGM via electronic means. The Company may be required to change its EGM arrangements at short notice. Shareholders should check the Company's announcements on SGXNet for the latest updates on the status of the EGM, if any.
2. Printed copies of this Notice will not be sent to shareholders. Instead, this Notice will be sent to members by electronic means via publication on the Company's corporate website at the URL <http://www.nosignboardholdings.com/> and the following website that is set up for the purposes of the EGM at the URL: <https://conveneagm.com/sg/nosignboardEGM2023>. This Notice will also be made available on the SGXNET website at the URL <https://www.sgx.com/securities/company-announcements>.
3. Alternative arrangements are instead put in place to allow shareholders to participate in the EGM by:
 - (a) attending, asking questions and communicating via a Live Webcast (as defined below). Shareholders who wish to participate as such will have to pre-register in the manner outlined in Note 4 below;
 - (b) submission of questions in advance of or "live" at the EGM. Please refer to Notes 8 to 10 below for further details; and
 - (c) voting by proxy at the EGM or by voting 'live' if attending the EGM by electronic means. Please refer to Notes 11 to 17 below for further details.

Participation in the EGM via live webcast or live audio feed

4. A shareholder of the Company or their corporate representatives (in the case of a member which is a legal entity) will be able to watch or listen to the proceedings of the EGM through a "live" webcast via mobile phone, tablet or computer ("**Live Webcast**"). Shareholders will also be able to ask questions and communicate 'live'. In order to do so, the member must pre-register by 11.00 a.m. on 18 February 2023 ("**Registration Deadline**"), at the following URL: <https://conveneagm.com/sg/nosignboardEGM2023> ("**NSB EGM Website**"), to create an account.

Corporate shareholders must also submit the Corporate Representative Certificate to shareregistry@incorp.asia, in addition to the registration procedures as set out above, by the Registration Deadline, for verification purpose.

5. Following authentication of his/her/its status as a shareholder of the Company, such shareholder will receive an email on their authentication status and will be able to access the Live Webcast using the account created.
6. Shareholders who have registered by the Registration Deadline in accordance with paragraph 4 above but do not receive an email response by 12:00 p.m. on 20 February 2023 may contact the Company for assistance at the following email address: support@conveneagm.com, with the following details included: (1) the member's full name; and (2) his/her/its identification/ registration number.
7. Non-SRS holders whose shares are registered under Depository Agents ("DAs") must also contact their respective DAs to indicate their interest in order for their respective DAs to make the necessary arrangements for them to participate in the Live Webcast of the EGM proceeding.

NOTICE OF EXTRAORDINARY GENERAL MEETING

Submission of questions in advance of or “live” at the EGM

8. A shareholder of the Company may also submit questions relating to the resolution to be tabled for approval at the EGM or the Company’s businesses and operations in advance of, or “live” at, the EGM. The Company shall only address relevant and substantial questions (as may be determined by the Company in its sole discretion) received no later than 5.00 p.m. on 13 February 2023, by posting its responses via SGXNET and the Company’s website by 11.00 a.m. on 15 February 2023 or “live” at the EGM for the relevant questions received during the EGM. The Company will publish the minutes of the EGM on SGXNET and the Company’s website within one month after the date of EGM and the minutes will include the responses to the questions referred to above.
9. To do so, all questions must be submitted no later than 5.00 p.m. on 13 February 2023 through any one of the following means:
- (a) via the NSB EGM Website;
 - (b) in physical copy by depositing the same at the registered office of the Company at 10 Ubi Crescent #03-02 Ubi Techpark, Singapore 408564; or
 - (c) by email to IR@nosignboardseafood.com.

If the questions are deposited in physical copy at the registered office of the Company or sent via email, and in either case not accompanied by the completed and executed Proxy Form (as defined below), the following details must be included with the submitted questions: (i) the member’s full name; and (ii) his/her/ its identification/ registration number for verification purposes, failing which the submission will be treated as invalid.

How to submit questions “live” at the EGM

10. Shareholders and Investors may submit textual questions “live” at the EGM in the following manner:
- (a) Shareholders or where applicable, their appointed proxy(ies) and Investors who have pre-registered and are verified to attend the EGM can ask questions relating to the resolution tabled for approval at the EGM “live” at the EGM, by typing in and submitting their questions through the “live” ask-a-question function via the audio-visual webcast platform during the EGM within a certain prescribed time limit.
 - (b) Shareholders who wish to appoint a proxy(ies) (other than the Chairman of the EGM) to ask questions “live” at the EGM on their behalf must, in addition to completing and submitting an instrument appointing a proxy(ies), ensure that their proxy(ies) pre-register separately via the registration link that will be sent to the appointed proxy(ies) via email by the EGM service provider, Convene SG, upon verification of the Proxy Form(s).
 - (c) Shareholders (including SRS Investors) or, where applicable, their appointed proxy(ies) must access the EGM proceedings via the “live” audio-visual webcast in order to ask questions “live” at the EGM, and will not be able to do so via the audio-only stream of the EGM proceedings.
 - (d) The Company will, during the EGM itself, address as many substantial and relevant questions (which are related to the resolution to be tabled for approval at the EGM) which have not already been addressed prior to the EGM, as well as those received “live” at the EGM itself, as reasonably practicable. Where there are substantially similar questions, the Company will consolidate such questions; consequently, not all questions may be individually addressed.

NOTICE OF EXTRAORDINARY GENERAL MEETING

Live Voting

11. Shareholders or their duly appointed proxy(ies) (other than the Chairman of the Meeting) attending the EGM by electronic means will be able to participate by voting “live” at the EGM.

Submission of Instrument appointing a proxy(ies) to vote, or vote “live”, at the EGM

12. Shareholders who wish to exercise their voting rights at the EGM may:

- (a) (where such shareholders are individuals) vote “live” via electronic means at the EGM or (where such shareholders are individuals or corporates) appoint a proxy(ies) (other than the Chairman of the EGM)[#] to vote “live” via electronic means at the EGM on their behalf.

For the avoidance of doubt, SRS investors will not be able to appoint third party proxy(ies) (i.e., persons other than the Chairman of the EGM) to vote “live” at the EGM on their behalf.

- (b) (where such shareholders are individuals or corporates) appoint the Chairman of the EGM as their proxy to vote on their behalf at the EGM.

- Shareholders (including SRS investors) and, where applicable, appointed proxy(ies), who wish to vote “live” at the EGM must first pre-register at the NSB EGM Website via the URL: <https://conveneagm.com/sg/nosignboardEGM2023>.
- Shareholders (whether individual or corporate) appointing the Chairman of the EGM as proxy must give specific instructions as to his manner of voting, or abstentions from voting, in the proxy form, failing which the appointment for that resolution will be treated as invalid.

13. A member who is not a Relevant Intermediary, entitled to attend and vote at the EGM is entitled to appoint not more than two proxies to attend, speak and vote in his/ her stead at the EGM of the Company. Where a member appoints more than one proxy, he/she shall specify the proportion of his/her shareholding to be represented by each proxy in the form of proxy. A proxy need not be a member of the Company. The accompanying proxy form for the EGM may be accessed via the NSB EGM Website, the Company’s corporate website at the URL: <http://www.nosignboardholdings.com/home.html>, and will also be made available on the SGXNET website at the URL <https://www.sgx.com/securities/companyannouncements>.

14. A member who is a relevant intermediary may appoint one or more 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.

15. The instrument appointing a proxy or proxies must be submitted to the Company in the following manner:

- (a) in the electronic format accessible on the NSB EGM Website;
- (b) if submitted by post, be lodged at the office of the Company’s Share Registrar at 30 Cecil Street #19-08 Prudential Tower, Singapore 049712; or
- (c) if submitted electronically, be submitted via email to the Company’s Share Registrar at shareregistry@incorp.asia,

in either case by no later than the Registration Deadline.

In the case of submission of the Proxy Form other than via the NSB EGM Website, 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.

Members are strongly encouraged to submit completed proxy forms electronically either through the NSB EGM Website or via email to the Company’s Share Registrar.

NOTICE OF EXTRAORDINARY GENERAL MEETING

16. In the case of submission of the Proxy Form other than via the NSB EGM Website, the instrument appointing a proxy or proxies must be under the hand of the appointor or on his/her attorney duly authorised in writing. Where the instrument appointing the proxy or proxies is executed by a corporation, it must be executed either under its common seal or signed on its behalf by its attorney duly authorised in writing or by an authorised officer of the corporation, failing which the instrument of proxy may be treated as invalid.
17. An investor who holds shares under the Supplementary Retirement Scheme (“SRS Investor”) and wishes to vote, should approach their respective SRS Operators to submit their votes to appoint the Chairman of the Meeting as their proxy, at least 7 working days before the EGM.
18. A Depositor’s name must appear on the Depository Register maintained by The Central Depositor (Pte) Limited as at 72 hours before the time fixed for holding the EGM in order for the Depositor to be entitled to vote at the EGM.
19. “**Relevant Intermediary**” means
- (a) a banking corporation licensed under the Banking Act 1970 of Singapore 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;
 - (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 of Singapore and who holds shares in that capacity; or
 - (c) the Central Provident Fund Board (“**CPF Board**”) established by the Central Provident Fund Act 1953 of Singapore, 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 CPF Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.