

AUDIENCE ANALYTICS LIMITED
(COMPANY REGISTRATION NO: 202113626W)
(INCORPORATED IN THE REPUBLIC OF SINGAPORE)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“**AGM**” or the “**Meeting**”) of **AUDIENCE ANALYTICS LIMITED** (the “**Company**”) will be convened and held by way of electronic means on Tuesday, 25 April 2023 at 3:00 p.m. for the purposes of transacting the following business:

ORDINARY BUSINESS

1. To receive and adopt the Audited Financial Statements of the Company for the financial year ended 31 December 2022 (“**FY2022**”), together with the Directors’ Statement and Independent Auditor’s Report thereon. **(Resolution 1)**

2. To re-elect the following Directors of the Company (“**Directors**”) retiring by rotation pursuant to Regulation 100 of the Constitution of the Company (“**Constitution**”) and who, being eligible, offer themselves for re-election, as Directors:
 - (a) Datuk Alexandra Chin **(Resolution 2)**
 - (b) Ms. Elaine Beh Pur-Lin **(Resolution 3)**

[See Explanatory Note (i)]

3. To approve the payment of Directors’ fees of S\$54,000 for the financial year ending 31 December 2023 (“**FY2023**”), to be paid half yearly in arrears (FY2022: S\$54,000). **(Resolution 4)**

4. To declare and approve the payment of a final tax exempt (one-tier) cash dividend of S\$0.018 per ordinary share in respect of FY2022. **(Resolution 5)**

5. To re-appoint Messrs Baker Tilly TFW LLP as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 6)**

6. To transact any other ordinary business that may properly be transacted at an AGM.

SPECIAL BUSINESS

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

7. **Authority to allot and issue shares in the capital of the Company** **(Resolution 7)**

“That pursuant to Section 161 of the Companies Act 1967 of Singapore (the “**Companies Act**”), the Company’s Constitution and Rule 806 of the Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”), authority be given to the Directors:

 - (a) i. allot and issue shares in the Company (the “**Shares**”) whether by way of bonus, rights or otherwise; and/or

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7. **Authority to allot and issue shares in the capital of the Company (cont’d)** **(Resolution 7)**

- ii. make or grant offers, agreements or options (collectively, the “**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) options, 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 ordinary resolution may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors while this ordinary resolution is in force, provided that:
 - i. the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this ordinary resolution) to be issued pursuant to this ordinary resolution shall not exceed one hundred per cent (100%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) in the capital of the Company (as calculated in accordance with sub-paragraph (ii) below), of which the aggregate number of Shares to be issued other than on a pro-rata basis to existing shareholders of the Company (the “**Shareholders**”) (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this resolution) shall not exceed fifty per cent (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) (as calculated in accordance with sub-paragraph (ii) below or any such other limit as may be prescribed by the Catalist Rules as at the date this ordinary resolution is passed);
 - ii. (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares (including Shares to be issued pursuant to the Instruments) that may be issued under sub-paragraph (i) above, the percentage of issued Shares shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) at the time of the passing of this ordinary resolution, after adjusting for:

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7. Authority to allot and issue shares in the capital of the Company (cont'd) (Resolution 7)

- (a) new Shares arising from the conversion or exercise of the Instruments or any convertible securities;
- (b) (where applicable) new Shares arising from the exercise of share options or vesting of share awards, provided that such share options or share awards (as the case may be) were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and
- (c) any subsequent bonus issue, consolidation or subdivision of Shares.

Adjustments under sub-paragraph (ii)(a) or sub-paragraph (ii)(b) above are only to be made in respect of new Shares arising from Instruments, convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this ordinary resolution;

iii. in exercising the authority conferred by this ordinary resolution, the Company shall comply with the provision of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST), all applicable legal requirements under the Companies Act and the Constitution for the time being in force; and

iv. unless revoked or varied by the Company in a general meeting, the authority conferred by this ordinary resolution shall continue in force (A) 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 earlier, or (B) in the case of Shares to be issued in pursuant of the Instruments, made or granted pursuant to this ordinary resolution, until the issuance of such Shares in accordance with the terms of the Instruments."

[See Explanatory Note (ii)]

8. Authority to offer and grant awards and to allot and issue Shares under the Shared Purpose and Prosperity Incentive Plan ("SPRINT") (Resolution 8)

"That pursuant to Section 161 of the Companies Act and the provisions of SPRINT, approval be and is hereby given to the Directors to offer and grant awards in accordance with the provisions of SPRINT, and to allot and issue from time to time such number of fully paid-up new Shares as may be required to be allotted and issued pursuant to SPRINT, when aggregated with the aggregate number of Shares over which options and awards are granted under any other share option schemes of the Company, shall not exceed fifteen per cent (15%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) on the day preceding that date. Such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier."

[See Explanatory Note (iii)]

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9. Proposed Participation by Datuk William Ng Yan Meng, a Controlling Shareholder of the Company, in SPRINT (Resolution 9)

Unless otherwise defined, all capitalised terms herein shall bear the meanings ascribed to them in the Appendix to the Notice of AGM dated 10 April 2023.

"That:

- (a) pursuant to Rule 852 of the Catalist Rules, approval be and is hereby given for the participation by Datuk William Ng Yan Meng ("**Datuk William Ng**"), a controlling shareholder of the Company, in SPRINT; and
- (b) the Directors of the Company and each of them be and are hereby authorised to implement, effect, complete and do all such acts and things (including without limitation executing all such documents as may be required) as the Directors of the Company or any of them may consider necessary, desirable or expedient for the purposes of or in connection with and to give effect to this resolution as they or he may think fit."

[See Explanatory Note (iv)]

10. Proposed Participation by Dato' Ryan Ooi Keim Fung, a Controlling Shareholder of the Company, in SPRINT (Resolution 10)

Unless otherwise defined, all capitalised terms herein shall bear the meanings ascribed to them in the Appendix to the Notice of AGM dated 10 April 2023.

"That:

- (a) pursuant to Rule 852 of the Catalist Rules, approval be and is hereby given for the participation by Dato' Ryan Ooi Keim Fung ("**Dato' Ryan Ooi**"), a controlling shareholder of the Company, in SPRINT; and
- (b) the Directors of the Company and each of them be and are hereby authorised to implement, effect, complete and do all such acts and things (including without limitation executing all such documents as may be required) as the Directors of the Company or any of them may consider necessary, desirable or expedient for the purposes of or in connection with and to give effect to this resolution as they or he may think fit."

[See Explanatory Note (v)]

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11. Authority to offer and grant awards to Datuk William Ng, a controlling shareholder of the Company under SPRINT (Resolution 11)

Unless otherwise defined, all capitalised terms herein shall bear the meanings ascribed to them in the Appendix to the Notice of AGM dated 10 April 2023.

- (a) "That approval be and is hereby given for the proposed grant of an Award to Datuk William Ng, a controlling shareholder of the Company, in accordance with the rules of SPRINT and on the following terms:

Proposed date of grant of the Award	Within 2 months from date of AGM		
Number of Shares which are the subject of the Award	600,000	600,000	600,000
Vesting period of the Award	Immediately upon grant	1 year from the date of grant	2 years from the date of grant
Vesting condition of the Award	-	Subject to the Group achieving predetermined financial performance target for FY2023	Subject to the Group achieving predetermined financial performance target for the financial year ended 31 December 2024 ("FY2024")
Retention period	1 year from vesting date	1 year from vesting date	1 year from vesting date

- (b) The Directors be and are hereby authorised to allot and issue new Shares and/or transfer existing Shares to Datuk William Ng pursuant to the vesting of the Award, in accordance with the rules of SPRINT and on the terms of the Award; and
- (c) the Directors and each of them be and is hereby authorised and empowered to complete and do all such acts and things, and to approve and execute all such documents as they or he may consider necessary, desirable, expedient or appropriate to give effect to this Resolution, with such modifications thereto (if any) as they or he may think fit in the interests of the Company."

[See Explanatory Note (vi)]

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12. Authority to offer and grant awards to Dato' Ryan Ooi, a controlling shareholder of the Company under SPRINT (Resolution 12)

Unless otherwise defined, all capitalised terms herein shall bear the meanings ascribed to them in the Appendix to the Notice of AGM dated 10 April 2023.

- (a) "That approval be and is hereby given for the proposed grant of an Award to Dato' Ryan Ooi, a controlling shareholder of the Company, in accordance with the rules of SPRINT and on the following terms:

Proposed date of grant of the Award	Within 2 months from date of AGM		
Number of Shares which are the subject of the Award	400,000	400,000	400,000
Vesting period of the Award	Immediately upon grant	1 year from the date of grant	2 years from the date of grant
Vesting condition of the Award	-	Subject to the Group achieving predetermined financial performance target for FY2023	Subject to the Group achieving predetermined financial performance target for FY2024
Retention period	1 year from vesting date	1 year from vesting date	1 year from vesting date

- (b) the Directors be and are hereby authorised to allot and issue new Shares and/or transfer existing Shares to Dato' Ryan Ooi pursuant to the vesting of the Award, in accordance with the rules of SPRINT and on the terms of the Award; and
- (c) the Directors and each of them be and is hereby authorised and empowered to complete and do all such acts and things, and to approve and execute all such documents as they or he may consider necessary, desirable, expedient or appropriate to give effect to this Resolution, with such modifications thereto (if any) as they or he may think fit in the interests of the Company."

[See Explanatory Note (vii)]

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13. Authority to offer and grant options and to allot and issue Shares under the Group Employee Share Option Scheme (“Group ESOS”) (Resolution 13)

“That pursuant to Section 161 of the Companies Act, the Directors be and are hereby authorised and empowered to offer and grant options in accordance with the provisions of Group ESOS and to allot and issue from time to time such number of Shares as may be required to be allotted and issued pursuant to the exercise of the options under the Group ESOS, provided always that the aggregate number of Shares to be allotted and issued pursuant to the Group ESOS (including options granted under the Group ESOS and all outstanding options or awards granted under SPRINT and such other share-based incentive schemes of the Company) shall not at any time exceed fifteen per centum (15%) of the issued Shares (including treasury shares and subsidiary holdings, if any) on the date preceding the grant of the option. Such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier.”

[See Explanatory Note (viii)]

By Order of the Board of Directors
of **Audience Analytics Limited**

Chua Kern
Company Secretary
Singapore

10 April 2023

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Explanatory Notes:

i. Datuk Alexandra Chin (“**Datuk Chin**”) shall, upon re-election as a Director of the Company, remain as an Independent Director, the Chairman of the Audit Committee, and a member of the Remuneration Committee. There are no relationships (including family relationship) between Datuk Chin and the other Directors, the Company, its related corporations, its officers or its substantial shareholders, which may affect her independence. The Board of Directors (the “**Board**”) considers Datuk Chin to be independent for the purpose of Rule 704(7) of the Catalist Rules. Detailed information on Datuk Chin can be found under the sections entitled “Board of Directors”, and “Corporate Governance Report” in the Company’s Annual Report 2022.

Ms. Elaine Beh Pur-Lin (“**Ms. Beh**”) shall, upon re-election as a Director of the Company, remain as the Lead Independent Director, the Chairman of the Remuneration Committee, and a member of the Audit Committee and Nominating Committee. There are no relationships (including family relationship) between Ms. Beh and the other Directors, the Company, its related corporations, its officers or its substantial shareholders, which may affect her independence. The Board considers Ms. Beh to be independent for the purpose of Rule 704(7) of the Catalist Rules. Detailed information on Ms. Beh can be found under the sections entitled “Board of Directors”, and “Corporate Governance Report” in the Company’s Annual Report 2022.

ii. The Ordinary Resolution 7, if passed, will empower the Directors from the date of this AGM until the date of the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is earlier, to allot and issue Shares, make or grant Instruments convertible into Shares and to issue Shares pursuant to such Instruments, up to a number not exceeding, in total, 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any), of which up to 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) may be issued other than on a pro-rata basis to existing Shareholders.

For the purpose of determining the aggregate number of Shares that may be issued, the percentage of issued Shares will be calculated based on the total number of issued Shares (excluding treasury shares and subsidiary holdings, if any) at the time this ordinary resolution is passed after adjusting for new Shares arising from the conversion or exercise of the Instruments or any convertible securities, the exercise of share options or the vesting of share awards which are outstanding or subsisting at the time when this ordinary resolution is passed and any subsequent bonus issue, consolidation or subdivision of Shares.

iii. The Ordinary Resolution 8, if passed, will empower the Directors of the Company to allot and issue Shares in the Company with the aggregate number of Shares over which options or awards are granted under any other share option schemes or share schemes of our Company, collectively of up to a number not exceeding, in total, 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) from time to time.

iv. The Ordinary Resolution 9, if passed, will approve the participation by Datuk William Ng, the Chairman and Managing Director and also a Controlling Shareholder of the Company, in SPRINT, on the terms as set out in the rules of SPRINT and the Appendix to the Notice of AGM dated 10 April 2023. Please refer to the said Appendix for further details.

v. The Ordinary Resolution 10, if passed, will approve the participation by Dato’ Ryan Ooi, the Executive Director and also a Controlling Shareholder of the Company, in SPRINT, on the terms as set out in the rules of SPRINT and the Appendix to the Notice of AGM dated 10 April 2023. Please refer to the said Appendix for further details.

vi. The Ordinary Resolution 11, if passed, will empower the Directors of the Company to grant an Award of up to 1,800,000 Shares to Datuk William Ng, a Controlling Shareholder of the Company, on the terms as set out in the rules of SPRINT and the Appendix to the Notice of AGM dated 10 April 2023. Please refer to the said Appendix for further details.

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Explanatory Notes (cont'd):

- vii. The Ordinary Resolution 12, if passed, will empower the Directors of the Company to grant an Award of up to 1,200,000 Shares to Dato' Ryan Ooi, a Controlling Shareholder of the Company, on the terms as set out in the rules of SPRINT and the Appendix to the Notice of AGM dated 10 April 2023. Please refer to the said Appendix for further details.
- viii. The Ordinary Resolution 13, if passed, will empower the Directors of the Company from the date of this AGM until the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is earlier, to offer and grant options and to allot and issue Shares pursuant to the exercise of options granted under the Group ESOS. The maximum number of new Shares to be issued under the Group ESOS (including options granted under the Group ESOS and all outstanding options or awards granted under such other share-based incentive schemes of the Company) shall not exceed 15% of the issued Shares (excluding treasury shares and subsidiary holdings, if any) from time to time.

Notes:

1. Conduct of Meeting

This AGM is being convened and 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 the Notice of AGM and the accompanying proxy form will NOT be sent to members of the Company ("Members"). Instead, these documents will be made available on (i) SGXNet at <https://www.sgx.com/securities/company-announcements> and (ii) the Company's corporate website at <https://www.audience.asia>.

2. Registration

The Company will arrange for a live webcast, which allows Members, or where applicable, their appointed proxy(ies) to view the proceedings of the AGM via "live" audio and video feed ("**Webcast**"). In addition, Members, or where applicable, their appointed proxy(ies) will be able to observe the AGM proceedings by audio only means via a "live" audio only stream ("**Audio Link**"). Members, or where applicable, their appointed proxy(ies) who wish to observe the AGM proceedings by Webcast or Audio Link must pre-register at the URL <https://www.audience.asia/agsm2023> by 3.00 p.m. on 22 April 2023 ("**Pre-registration Deadline**"). Following verification of their shareholding status, members, or where applicable, their appointed proxy(ies) will receive further instructions on how to access the Webcast and the Audio Link via email ("**Registration Confirmation Email**") by 3.00 p.m. on 24 April 2023.

Members, or where applicable, their appointed proxy(ies) who have registered by the Pre-Registration Deadline but do not receive the Registration Confirmation Email by 3.00 p.m. on 24 April 2023 should contact the Company at srs.teamd@boardroomlimited.com stating: (a) the Member's full name; and (b) the Member's identification/registration number.

3. Submission of Questions

Members, or where applicable, their appointed proxy(ies) who pre-registered and are verified to attend the AGM will be able to ask questions relating to the agenda of the AGM by submitting text-based questions during the AGM within a certain prescribed time limit. The Company will endeavour to respond to questions as far as reasonably practicable. Where there are substantially similar questions, the Company will consolidate such questions. Consequently, not all questions may be individually addressed.

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3. Submission of Questions (cont'd)

Alternatively, Members who have any questions in relation to any agenda item of this notice, may send their queries to the Company in advance by 12.00 noon on 18 April 2023 by email to srs.teamd@boardroomlimited.com. The Company will endeavour to respond to substantial and relevant queries from shareholders submitted in advance and received by the Company and publish its responses on SGXNet and the Company's website prior to the AGM, by 3.00pm on 20 April 2023. The Company will also address any subsequent clarifications sought, or follow-up questions, prior to, or at, the AGM in respect of substantial and relevant matters.

Members submitting questions are requested to state: (a) their full name; and (b) the Member's identification/registration number, failing which the Company shall be entitled to regard the submission as invalid. The Company will publish the minutes of the AGM on SGXNet and the Company's website within one (1) month after the date of AGM. The minutes of the AGM will include the responses to substantial and relevant questions received from Members which are addressed during the AGM.

4. Voting and Submission of Proxy Forms

Members (except a Relevant Intermediary, as defined in Section 181 of the Companies Act) may cast their votes for the resolution live at the AGM. Unique access details for live voting will be provided to Members who pre-registered and are verified to attend the AGM.

As an alternative to live voting at the AGM in the foregoing manner, a Member (whether individual or corporate) may appoint the Chairman of the AGM (or any person other than the Chairman of the AGM) to act as their proxy to vote on their behalf at the AGM. In appointing the Chairman of the AGM as proxy, a Member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the proxy form, failing which the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid. A proxy need not be a member of the Company.

A Member (other than a Relevant Intermediary) entitled to attend, speak and vote at the AGM of the Company is entitled to appoint not more than two (2) proxies or the Chairman of the AGM to attend, speak and vote in his/her/its stead at the AGM of the Company. A proxy need not be a member of the Company.

Where a Member (other than a Relevant Intermediary) appoints two (2) proxies, the appointments shall be invalid unless he/she/ it specifies the proportion of his/her/its shareholding (expressed as a percentage of the whole) to be represented by each proxy in the instrument appointing the proxies.

A Member who is a Relevant Intermediary may appoint more than two (2) proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him/her/it (which number and class of shares shall be specified).

In addition, SRS investors who have used their SRS monies to buy Shares in the Company:-

- (a) may vote live via electronic means at the AGM if they are appointed as proxies by their respective SRS Operators, and should contact their respective SRS Operators if they have questions regarding their appointment as proxies; or
- (b) may appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case they should approach their respective SRS Operators no later than 3.00 p.m. on 14 April 2023 (being seven (7) working days before the AGM).

The signed instrument appointing the Chairman of the AGM (or any person other than the Chairman of the AGM) as proxy, together with the power of attorney or other authority under which it is signed (if applicable) or a certified copy thereof, must be:

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4. Voting and Submission of Proxy Forms (cont'd)

- (a) submitted by email to srs.teamd@boardroomlimited.com; or
- (b) lodged at the registered office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632.

in either case, by no later than 3.00 p.m. on 22 April 2023, being seventy-two (72) hours before the time appointed for holding this AGM, failing which the Company shall be entitled to regard the instrument of proxy as invalid.

The proxy form must be signed by the appointor or his attorney duly authorised in writing. Where the instrument is executed by a corporation, it must be executed either under its common seal or signed on its behalf by an attorney or a duly authorised officer of the corporation. Where the instrument is signed on behalf of the appointor by an attorney, the letter or power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.

The Company shall be entitled to reject an instrument of proxy if it 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 of proxy. In the case of a Member whose Shares are entered against his/her name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001 of Singapore), the Company may reject any instrument of proxy if such Member, being the appointor, is not shown to have Shares entered against his/her name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

Members who hold their Shares through a Relevant Intermediary (as defined in Section 181 of the Companies Act) and who wish to participate in the AGM, submit questions or exercise their votes by appointing the Chairman of the AGM as proxy should approach their respective Relevant Intermediaries to submit their voting instructions at least seven (7) working days prior to the date of the AGM, being by 3.00 p.m. on 14 April 2023.

The Company will announce any changes to the holding or conduct of the AGM via SGXNet. Members are advised to check SGXNet regularly for updates on the AGM.

A corporation which is a Member may authorise by resolution of its director or other governing body such person as it thinks fit to act as its representative at the Meeting, in accordance with Section 179 of the Companies Act.

"Relevant Intermediary" has the meaning ascribed to it in Section 181(6) of the Companies Act.

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Personal Data Privacy:

By attending the AGM and/or any adjournment thereof or submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM 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/or representatives appointed for the AGM and/or any adjournment thereof and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM and/or 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 a 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.

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

This notice has been reviewed by the Company's sponsor, ZICO Capital Pte. Ltd. (the "Sponsor"), in accordance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalyst.

This notice has not been examined or approved by the SGX-ST and the SGX-ST 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 Ms. Leong Huey Miin, Director, ZICO Capital Pte. Ltd. at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, telephone (65) 6636 4201.