

KHONG GUAN LIMITED

(Company Regn. No. 196000096G)

(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (the "EGM") of **KHONG GUAN LIMITED** (the "Company") will be held at 2 MacTaggart Road #04-01, Khong Guan Building, Singapore 368078 on Wednesday, 21 February 2024 at 11:00 a.m. for the purpose of considering and, if thought fit, passing with or without any modifications, the following resolution:

Unless otherwise defined, all capitalised terms used in this Notice of EGM which are not defined herein shall have the same meanings ascribed to them in the circular issued by the Company to its Shareholders dated 5 February 2024 (the "Circular").

ORDINARY RESOLUTION: PROPOSED APPOINTMENT OF MESSRS. MAZARS LLP AS STATUTORY AUDITORS OF THE COMPANY**RESOLVED THAT:**

- (a) Mazars LLP ("**Mazars**"), having consented to act, be and are hereby appointed as statutory auditors of the Company, to hold office until the conclusion of the next annual general meeting of the Company, at a fee and on such terms as may be agreed between the Directors and Mazars; and
- (b) the Directors or any one of them be and are hereby authorised and empowered to approve and complete and do all such acts and things (including to approve, modify, ratify, sign, seal, execute and deliver all such documents as may be required) as they or he may consider expedient, desirable, necessary or in the interests of the Company to give effect to the Proposed Appointment of Auditors and/or this ordinary resolution.

BY ORDER OF THE BOARD**Nor Hafiza Alwi**

Company Secretary

5 February 2024

Singapore

NOTES:

1. The EGM will be held, in a wholly physical format at the venue, date and time stated above. Members, including CPF and SRS investors, and (where applicable) duly appointed proxies or representatives will be able to ask questions and vote at the EGM by attending the EGM in person. **There will be no option for shareholders to participate virtually.**
 2. Printed copies of this Notice of EGM, the Circular and the Proxy Form will be sent by post to members. These documents will also be published on the SGXNET at the URL <https://www.sgx.com/securities/company-announcements> and on the Company's website at www.khongguanlimited.com.
 3. A member who is not a Relevant Intermediary* is entitled to appoint not more than two (2) proxies to attend, speak and vote at the EGM. Where such member appoints two (2) proxies, he/ she/ it should specify the proportion of his/ her/ its shareholding (expressed as a percentage of the whole) to be presented by each proxy in the instrument appointing a proxy or proxies.
 4. A member who is a Relevant Intermediary* is entitled to appoint more than two (2) 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. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument appointing a proxy or proxies. A proxy need not to be a member of the Company.
- *A "Relevant Intermediary" is:
- (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 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 CPF, if the CPF Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
5. A member (whether individual or corporate) can also choose to appoint the Chairman of the EGM as his/ her/ its proxy, but this is not mandatory. The Chairman of the EGM, as proxy, need not be a member of the Company. If a member wishes to appoint the Chairman of the EGM as proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on, each resolution in the instrument appointing the Chairman of the EGM as proxy. If no specific direction as to voting or abstentions from voting in respect of a resolution in the form of proxy, the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.
 6. For investors who hold shares through Relevant Intermediaries, including the Central Provident Fund Investment Schemes ("**CPF Investors**") and/or the Supplementary Retirement Scheme ("**SRS Investors**") should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the EGM (i.e., by **11:00 a.m. on 9 February 2024**). CPF/ SRS Investors should contact their respective CPF Agent Banks or SRS Operators for any queries they may have with regard to the appointment of proxy for the EGM.
 7. The instrument appointing a proxy or proxies must be under the hand of the appointor or by 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.
 8. The instrument appointing a proxy or proxies must be submitted by members to the Company in the following manner:
 - (a) if submitted by post, be deposited at the office of the Company's Share Registrar, B.A.C.S. Private Limited at 77 Robinson Road #06-03, Robinson 77, Singapore 068896; or
 - (b) if submitted electronically, be submitted via email to the Company's Share Registrar, B.A.C.S. Private Limited at main@zicoholdings.com,in either case, not less than **11:00 a.m. on 19 February 2024** (being forty-eight (48) hours before the time fixed for the EGM).
 9. The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a 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 any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have shares entered against his/ her/ its name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the EGM as certified by The Central Depository (Pte) Limited to the Company.
 10. Members may submit substantial and relevant questions in relation to the resolution(s) to be tabled for approval at the EGM, in advance of the EGM, in the following manner:
 - (a) by email to main@zicoholdings.com; or
 - (b) in hard copy by sending personally or by post to the Company's Share Registrar, B.A.C.S. Private Limited at 77 Robinson Road #06-03, Robinson 77, Singapore 068896.

Members submitting questions are required to provide their particulars as follows:

- (a) Full name (for individuals)/ company name (for corporates) as per CDP/ SRS account records;
- (b) NRIC/ FIN/ Passport No./ Company Registration No.;
- (c) Number of shares in the capital of the Company held;
- (d) Contact number; and
- (e) Email address.

All questions must be submitted within seven (7) calendar days from the date of this Notice of EGM (i.e., by **11:00 a.m. on 13 February 2024**) ("**Cut-Off Time**").

Verified members and Proxy(ies) attending the EGM will be able to ask questions in person at the EGM. The Company will endeavor to address questions which are substantial and relevant to the resolutions to be tabled for approval at the EGM and received from members who are verifiable against the Depository Register or the Register of Members. The Company's responses to the questions from members will be posted on the SGXNET at <https://www.sgx.com/securities/company-announcements> not later than forty-eight (48) hours before the closing date and time for the lodgement of the Proxy Forms (i.e., by **11:00 a.m. on 17 February 2024**). **Where substantially similar questions are received, the Company may consolidate such questions and consequently not all questions may be individually addressed.**

The Company will, within one (1) month after the date of the EGM, publish the minutes of the EGM on SGXNET and the minutes will include the responses to the questions referred to above.

Members are strongly encouraged to submit questions and Proxy Forms electronically via email.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, and submitting any question prior to the EGM, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the 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), the addressing of substantial and relevant questions relating to the resolutions to be tabled for approval at the EGM from members received prior to and/or at the EGM and if necessary, the following up with members in relation to such questions, and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines.