
NOTICE OF EXTRAORDINARY GENERAL MEETING

CAPITAL WORLD LIMITED

(Incorporated in the Cayman Islands)
(Company Registration Number: CT-276295)

Unless otherwise defined, all capitalised terms herein shall bear the same meaning as used in the circular dated 28 October 2021 issued by Capital World Limited. to its shareholders (the “Circular”).

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Capital World Limited. (the “Company”) will be held by way of electronic means on 12 November 2021 11.00 a.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following ordinary resolutions:

Shareholders should note that the Ordinary Resolutions 1 and 2 are inter-conditional (the “Inter-conditional Resolutions”). This means that if either one of the Inter-conditional Resolutions is not approved, the other Inter-conditional Resolution will not be passed.

ORDINARY RESOLUTION 1: THE PROPOSED ISSUE OF 11,939,595,565 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY (THE “SCHEME SHARES”) TO THE ENTITLED SCHEME CREDITORS (AS DEFINED HEREIN) PURSUANT TO THE SHARE DISTRIBUTION UNDER THE SCHEME

- (i) That the Directors are hereby authorised to allot and issue 11,939,595,565 Scheme Shares at the Issue Price, subject to and in accordance with the terms and conditions of the Share Distribution, to the Scheme Creditors, credited as fully paid-up, free from all liens, charges and other encumbrances and ranking *pari passu* in all respects with the then existing Shares, pursuant to the Share Distribution under the Scheme; and
- (ii) That the Directors are hereby authorised to complete and do all such acts and things including, without limitation, executing all such documents and approving any amendments, alterations or modifications to any documents as they may consider necessary, desirable or expedient to give full effect to this Ordinary Resolution 1.

[See Explanatory Note (i) and (ii)]

ORDINARY RESOLUTION 2: 2.THE PROPOSED TRANSFER OF CONTROLLING INTEREST TO TWIN UNITRADE SDN BHD (“TU”), A SCHEME CREDITOR, PURSUANT TO ISSUANCE OF 4,162,737,000 SCHEME SHARES UNDER THE SCHEME

- (i) That the Directors are hereby authorised to allot and issue 4,162,737,000 Scheme Shares at the Issue Price, subject to and in accordance with the terms and conditions of the Share Distribution, to TU, credited as fully paid-up, free from all liens, charges and other encumbrances and ranking *pari passu* in all respects with the then existing Shares, pursuant to the Share Distribution under the Scheme; and
- (ii) That the Directors are hereby authorised to complete and do all such acts and things including, without limitation, executing all such documents and approving any amendments, alterations or modifications to any documents as they may consider necessary, desirable or expedient to give full effect to this Ordinary Resolution 2.

ORDINARY RESOLUTION 3: THE PROPOSED ISSUE OF 74,228,680 ADDITIONAL NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY (THE “ADDITIONAL NEW SHARES”) TO THE EX-EMPLOYEES, FINANCIAL CONTROLLER AND SCHEME MANAGER PURSUANT TO THE ADDITIONAL SHARE DISTRIBUTION

- (i) That the Directors are hereby authorised to allot and issue 74,228,680 Additional New Shares at the Issue Price, subject to and in accordance with the terms and conditions of the Additional Share Distribution, to the Company Creditors, credited as fully paid-up, free from all liens, charges and other encumbrances and ranking *pari passu* in all respects with the then existing

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Shares, pursuant to the Additional Share Distribution; and

- (ii) That the Directors are hereby authorised to complete and do all such acts and things including, without limitation, executing all such documents and approving any amendments, alterations or modifications to any documents as they may consider necessary, desirable or expedient to give full effect to this Ordinary Resolution 3.

ORDINARY RESOLUTION 4: THE PROPOSED ISSUE OF 158,000,000 ADDITIONAL NEW SHARES TO SIOW CHIEN FU, CHIEF EXECUTIVE OFFICER AND EXECUTIVE DIRECTOR; PURSUANT TO THE ADDITIONAL SHARE DISTRIBUTION

- (i) That the Directors are hereby authorised to allot and issue 158,000,000 Additional New Shares at the Issue Price, subject to and in accordance with the terms and conditions of the Additional Share Distribution, to Siow Chien Fu, Chief Executive Officer and Executive Director credited as fully paid-up, free from all liens, charges and other encumbrances and ranking *pari passu* in all respects with the then existing Shares; and
- (ii) That the Directors are hereby authorised to complete and do all such acts and things including, without limitation, executing all such documents and approving any amendments, alterations or modifications to any documents as they may consider necessary, desirable or expedient to give full effect to this Ordinary Resolution 4.

[See Explanatory Note (iii)]

ORDINARY RESOLUTION 5: THE PROPOSED ISSUE OF 14,000,000 ADDITIONAL NEW SHARES TO LAM KWONG FAI, NON-EXECUTIVE AND INDEPENDENT DIRECTOR; PURSUANT TO THE ADDITIONAL SHARE DISTRIBUTION

- (i) That the Directors are hereby authorised to allot and issue 14,000,000 Additional New Shares at the Issue Price, subject to and in accordance with the terms and conditions of the Additional Share Distribution, to Lam Kwong Fai credited as fully paid-up, free from all liens, charges and other encumbrances and ranking *pari passu* in all respects with the then existing Shares; and
- (ii) That the Directors are hereby authorised to complete and do all such acts and things including, without limitation, executing all such documents and approving any amendments, alterations or modifications to any documents as they may consider necessary, desirable or expedient to give full effect to this Ordinary Resolution 5.

ORDINARY RESOLUTION 6: THE PROPOSED ISSUE OF 18,780,550 ADDITIONAL NEW SHARES TO LOW CHAI CHONG, NON-EXECUTIVE INDEPENDENT CHAIRMAN; PURSUANT TO THE ADDITIONAL SHARE DISTRIBUTION

- (i) That the Directors are hereby authorised to allot and issue 18,780,550 Additional New Shares at the Issue Price, subject to and in accordance with the terms and conditions of the Additional Share Distribution, to Low Chai Chong credited as fully paid-up, free from all liens, charges and other encumbrances and ranking *pari passu* in all respects with the then existing Shares; and
- (ii) That the Directors are hereby authorised to complete and do all such acts and things including, without limitation, executing all such documents and approving any amendments, alterations or modifications to any documents as they may consider necessary, desirable or expedient to give full effect to this Ordinary Resolution 6.

ORDINARY RESOLUTION 7: THE PROPOSED ISSUE OF 9,500,000 ADDITIONAL NEW SHARES TO LIM KIAN THONG, NON-EXECUTIVE AND INDEPENDENT DIRECTOR; PURSUANT TO THE

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ADDITIONAL SHARE DISTRIBUTION

- (i) That the Directors are hereby authorised to allot and issue 9,500,000 Additional New Shares at the Issue Price, subject to and in accordance with the terms and conditions of the Additional Share Distribution, to Lim Kian Thong credited as fully paid-up, free from all liens, charges and other encumbrances and ranking *pari passu* in all respects with the then existing Shares; and
- (ii) That the Directors are hereby authorised to complete and do all such acts and things including, without limitation, executing all such documents and approving any amendments, alterations or modifications to any documents as they may consider necessary, desirable or expedient to give full effect to this Ordinary Resolution 7.

ORDINARY RESOLUTION 8: THE PROPOSED ISSUE OF 12,066,666 ADDITIONAL NEW SHARES TO TAN LER CHOO, NON-EXECUTIVE AND NON-INDEPENDENT DIRECTOR; PURSUANT TO THE ADDITIONAL SHARE DISTRIBUTION

- (i) That the Directors are hereby authorised to allot and issue 12,066,666 Additional New Shares at the Issue Price, subject to and in accordance with the terms and conditions of the Additional Share Distribution, to Tan Ler Choo credited as fully paid-up, free from all liens, charges and other encumbrances and ranking *pari passu* in all respects with the then existing Shares; and
- (ii) That the Directors are hereby authorised to complete and do all such acts and things including, without limitation, executing all such documents and approving any amendments, alterations or modifications to any documents as they may consider necessary, desirable or expedient to give full effect to this Ordinary Resolution 8.

[See Explanatory Note (iv)]

ORDINARY RESOLUTION 9: THE PROPOSED ISSUE OF 210,400,000 ADDITIONAL NEW SHARES TO THE COMPANY ADVISOR PURSUANT TO THE ADDITIONAL SHARE DISTRIBUTION

- (i) That the Directors are hereby authorised to allot and issue 210,400,000 Additional New Shares at the Issue Price, subject to and in accordance with the terms and conditions of the Additional Share Distribution, to Dato Wira Eric Tan (the “**Company Advisor**”), credited as fully paid-up, free from all liens, charges and other encumbrances and ranking *pari passu* in all respects with the then existing Shares; and
- (iii) That the Directors are hereby authorised to complete and do all such acts and things including, without limitation, executing all such documents and approving any amendments, alterations or modifications to any documents as they may consider necessary, desirable or expedient to give full effect to this Ordinary Resolution 9.

[See Explanatory Note (i) and (ii)]

BY ORDER OF THE BOARD

Siow Chien Fu
Executive Director and Chief Executive Officer

28 October 2021

Explanatory Notes:-

- (i) Dato Wira Eric Tan, being an existing shareholder and by virtue of his deemed interest in HPSB via his spouse's interest, shall abstain from voting on Ordinary Resolution 1 and 9.
- (ii) Mr Colin Tan and Mr Edwin Tan, each being a substantial shareholder, shall abstain from voting on resolutions 1 and 9 by virtue of (i) HPSB and HIPL being companies controlled by them and will be issued Scheme Shares and (ii) they being sons of Dato Wira Eric Tan who will be issued the Additional New Shares respectively.
- (iii) Mr Siow Chien Fu, Chief Executive Officer and Executive Director shall abstain and has undertaken that his/her associates shall abstain from voting on Ordinary Resolution 4.
- (iv) Dato Wira Eric Tan, as sibling and an associate of Tan Ler Choo, shall abstain from voting on Ordinary Resolution 8.

IMPORTANT NOTICE FOR SHAREHOLDERS:

The Company's EGM is being convened, and will be held, by way of electronic means pursuant to the Joint Statement by Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation titled "Additional Guidance on the Conduct of General Meetings During Elevated Safe Distancing Period".

Copies of the documents and information relating to the EGM (including the Circular, Notice of EGM, and Proxy Form) have been made available on SGXNET and may be accessed at the URL <https://www.sgx.com/securities/company-announcements>.

A printed copy of this Notice of EGM, Circular and Proxy Form will **NOT** be despatched to shareholders.

Shareholders should take note of the following arrangements for the EGM:

(a) Participation in the EGM via Live Webcast

The EGM will be conducted only by way of electronic means, and shareholders will **not** be able to attend the EGM in person. Shareholders will also **not** be able to vote online on the resolutions to be tabled for approval at the EGM. Shareholders may instead participate in the EGM by:-

- (i) Observing and/or listening to the proceedings of the EGM through a "live" audio-visual webcast and "live" audio-only feed;
- (ii) Submitting questions in relation to any agenda item in this notice of EGM in advance of the EGM; and/or
- (iii) Appointing the chairman of the EGM ("**Chairman**") as proxy to vote on their behalf in accordance with their vote instructions.

Details of the steps for pre-registration, pre-submission of questions and voting at the EGM are set out in items (b) to (e) below.

(b) Pre-registration for EGM

Shareholders, including investors who hold shares through the Central Provident Fund ("**CPF**") and/or Supplementary Retirement Scheme ("**SRS**"), who wish to follow the proceedings of the EGM must pre-register online at <http://rebrand.ly/Capital-World-Limited-2021-EGM> not later than **8 November 2021, 11.00 a.m.** ("**Pre-Registration Deadline**") for verification purposes. Following successful verification, an email with instructions on how to join the live webcast or audio feed of the EGM proceedings will be sent to the registered shareholders via email by **11 November 2021, 3.00 p.m.** Shareholders must not forward the email instruction to other persons who are not shareholders and who are not entitled to attend the EGM proceedings. This is also to avoid any technical disruptions or overload to the EGM proceedings.

Investors holding shares through relevant intermediaries (as defined in Section 181 of the Companies Act, Chapter 50) ("**Investors**") (other than CPF/SRS investors) will not be able to pre-register for the live webcast of the EGM. An Investor who wishes to participate in the live webcast of the EGM should approach his/her relevant intermediary as soon as possible in order to make the necessary arrangements. The relevant intermediary is required to submit a consolidated list of participants (setting out in respect of each participant, his/her name, email address and NRIC/Passport number), via email to the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. at srs.teamd@boardroomlimited.com not later than **8 November 2021, 11.00 a.m.**

Shareholders and Investors who have registered by the Pre-Registration Deadline but did not receive the aforementioned email by **11 November 2021, 3.00 p.m.** should contact the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. by email to srs.teamd@boardroomlimited.com.

(c) Submission of Questions

Shareholders and Investors will not be able to ask questions during the EGM proceedings.

Shareholders and Investors who have questions in relation to any agenda item in this notice of EGM can submit their questions to the Company in advance, by **8 November 2021, 11.00 a.m.**, through any of the following means:

- (i) by email to srs.teamd@boardroomlimited.com; or
- (ii) by post, to be deposited with Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623.

Shareholders and/or Investors must identify themselves when posting questions through email or mail by providing the following details:

- (i) Full Name;
- (ii) Contact Telephone Number;
- (iii) Email Address; and
- (iv) The manner in which you hold shares (if you hold shares directly, please provide your CDP account number; otherwise, please state if you hold your shares through CPF or SRS, or are a relevant intermediary shareholder).

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult to submit questions by post, members are strongly encouraged to submit their questions via the pre-registration website or by email. The Company will endeavour to respond to all substantial and relevant questions either prior to the EGM (via an announcement on SGXNET at the URL <https://www.sgx.com/securities/company-announcements> or at the EGM.

(d) Voting at the EGM by appointing Chairman as Proxy (Submit a Proxy Form)

For Investors who hold shares through relevant intermediaries please refer to item (e) for the procedures to vote at the EGM.

Shareholders will only be able to vote at the EGM by appointing the Chairman as proxy to vote on their behalf. Duly completed Proxy Forms must be submitted through any of the following means not later than **10 November 2021, 11.00 a.m.** (being not later than forty-eight (48) hours before the time appointed for holding the EGM):

- (i) by email to srs.teamd@boardroomlimited.com; or
- (ii) by post, to be deposited with the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623.

The Proxy Form has been made available on SGXNET and may be accessed at the URL <https://www.sgx.com/securities/company-announcements>.

In appointing the Chairman of the Meeting as proxy, the Shareholder (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

Please refer to the detailed instructions set out in the Proxy Form.

(e) Voting at the EGM by Relevant Intermediary Investors and CPF/SRS Investors

Relevant Intermediary Investors (including CPF/SRS investors) who wish to appoint the Chairman as their proxy to vote at the EGM should not make use of the Proxy Form and should instead approach their respective relevant intermediaries as soon as possible to specify voting instructions. CPF/SRS investors who wish to vote should approach their respective CPF agent banks or SRS approved banks or depository agents to submit their votes by **2 November 2021, 11.00 a.m.**, being at least seven (7) working days before the EGM, in order to allow sufficient time for their respective relevant intermediaries to in turn submit a Proxy Form to appoint the Chairman to vote on their behalf not later than **10 November 2021, 11.00 a.m.**

Important Reminder

Due to the constantly evolving COVID-19 situation, the Company may be required to change its EGM arrangements at short notice. Shareholders and Investors are advised to regularly check the Company's website or announcements released on SGXNET for updates on the EGM.

Personal Data Privacy

"Personal data" in this notice of EGM has the same meaning as "personal data" in the Personal Data Protection Act 2012, which includes your name, address and NRIC/Passport number. By submitting (a) an application to pre-register for participation in the EGM via the Webcast; (b) questions relating to the resolutions to be tabled for approval at the EGM; and/or (c) an instrument appointing Chairman of the meeting as proxy to vote at the EGM and/or any adjournment thereof, a member of the Company hereby consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers including any organisations the Company has engaged to perform any function related to the EGM) for the purposes of, (i) verifying the member's information and processing of the member's application to pre-register to participate in the EGM via the Webcast and providing the member with any technical assistance where possible; (ii) addressing any selected questions submitted by the member and following up with the member where necessary, and responding to, handling, and processing queries and requests from the member; (iii) the processing and administration by the Company (or its agents or service providers including any organisations the Company has engaged to perform any function related to the EGM) of proxy forms appointing Chairman of the meeting for the EGM (including any adjournment thereof); and (iv) the preparation, compilation and disclosure (as application) of the attendance lists, minutes, questions from members and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents or service providers including any organisations the Company has engaged to perform any function related to the EGM) to comply with any applicable laws, listing rules, regulations and/or guidelines.