
NOTICE OF EXTRAORDINARY GENERAL MEETING 2

All capitalised terms in this Notice of EGM which are not defined here in relating to the proposed alteration of the objects clause and adoption of the new constitution of the Company shall have the meanings ascribed to them in the circular to shareholders of the Company dated 13 February 2024 (the “**Circular**”).

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of Addvalue Technologies Ltd (the “**Company**”) will be held at 202 Bedok South Ave 1, Singapore 469332 (Block A, Seminar Room) on 6 March 2024 at 11.00 a.m. (or such time immediately following the conclusion or adjournment of the extraordinary general meeting of the Company to be held at 10.00 a.m. on the same day) for the purpose of considering and, if thought fit, passing with or without modifications, the following special resolutions:

SPECIAL RESOLUTION 1 – THE PROPOSED ALTERATION TO THE OBJECTS CLAUSE

THAT, SUBJECT TO AND CONDITIONAL UPON THE PASSING OF SPECIAL RESOLUTION 2:

- (a) the objects of the Company be deleted in its entirety and substituted therefor the following clause:

“Subject to the provisions of the Act, the listing rules of the Exchange and any other written law and this Constitution, the Company has:

- (i) *full capacity to carry on or undertake any business or activity, do any act or enter into any transaction; and*
- (ii) *for these purposes, full rights, powers and privileges.”,*

which shall be incorporated within the New Constitution to be adopted by Special Resolution 2.

- (b) the Directors and each of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they or he may consider expedient, desirable or necessary to give effect to the alteration to the objects clause and all transactions contemplated and/or authorised by this special resolution.

SPECIAL RESOLUTION 2 – THE PROPOSED ADOPTION OF THE NEW CONSTITUTION

THAT, SUBJECT TO AND CONDITIONAL UPON THE PASSING OF SPECIAL RESOLUTION 1:

- (a) the regulations contained in the New Constitution as set out in Annex B to the Circular be and are hereby approved and adopted as the constitution of the Company in substitution for, and to the exclusion of, the Existing Constitution; and
- (b) the Directors and each of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they or he may consider expedient, desirable or necessary to give effect to the adoption of the New Constitution and all transactions contemplated and/or authorised by this special resolution.

THE ABOVE SPECIAL RESOLUTIONS ARE INTER-CONDITIONAL ON EACH OTHER.

BY ORDER OF THE BOARD
ADDVALUE TECHNOLOGIES LTD

Wong Tat Yang
Company Secretary
Singapore, 13 February 2024

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Explanatory Notes:

NOTES ABOUT THE CONDUCT OF THE EGM:

1. The EGM will be held, in a wholly physical format, at 202 Bedok South Ave 1, Singapore 469332 (Block A, Seminar Room) on 6 March 2024 at 11.00 a.m. (or such time immediately following the conclusion or adjournment of the extraordinary general meeting of the Company to be held at 10.00 a.m. on the same day). There will be no option for shareholders to participate virtually.

Printed copies of the Notice of EGM, Proxy Form and the Request Form for a printed copy of the Circular will be despatched to the members of the Company. The Circular will not be despatched to the members of the Company. All documents (the Circular, the Proxy Form, and this Notice of EGM have been, or will be, published on SGXNET and the Company's website, <https://www.addvaluetech.com/category/corporate/investor-relations/>. They can also be downloaded from SGXNET at the URL <https://www.sgx.com/securities/company-announcements>.

2. Submission of proxies

- (a) Shareholders can vote at the EGM themselves or through duly appointed proxies. Shareholders who wish to appoint proxies must submit an instrument appointing proxies in accordance with the instructions on the proxy form.
- (b) A member who is not a relevant intermediary is entitled to appoint not more than two proxies. Where such member's proxy form appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the proxy form.
- (c) A member who is a relevant intermediary is entitled to appoint more than two proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's proxy form appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the proxy form.

“**Relevant intermediary**” has the meaning ascribed to it in Section 181 of the Companies Act 1967.

- (d) A proxy needs not be a member of the Company.
- (e) A proxy form, duly completed and signed, must be submitted to the Company in the following manner:
 - (i) if sent by post, be mailed to 202 Bedok South Ave 1 #01-11, Singapore 469332; or
 - (ii) if submitted electronically, be submitted via email to proxyform@addvalue.com.sg,in either case, not later than 11.00 a.m. on 4 March 2024, being 48 hours before the time fixed for the EGM.
- (f) This proxy form must be under the hand of the appointer or his attorney duly authorized in writing. Where this proxy form is executed by a corporation, it must be executed under its common seal or under the hand of its attorney or duly authorised officer.
- (g) In the case of members whose shares are entered against their names in the Depository Register (as defined in Part IIIAA of the Securities and Futures Act 2001 of Singapore), the Company may reject the proxy form submitted if such members' names do not appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time fixed for holding the EGM.
- (h) An investor who buys shares using CPF monies (“**CPF Investor**”) and/or SRS monies (“**SRS Investor**”) (as may be applicable) may attend and cast his/her vote(s) at the EGM in person if appointed as proxy of his/her CPF and/or SRS Approved Nominee. CPF and SRS Investors who are unable to attend the EGM but would like to vote, may inform their CPF and/or SRS Approved Nominees to appoint the Chairman of the EGM to act as their proxy.

3. Submission of questions

- (a) Members, CPF Investors and SRS Investors may submit substantial and relevant questions related to the resolutions to be tabled at the EGM ahead of the meeting by email to shareholder@addvalue.com.sg or by post to the registered office of the Company at 202 Bedok South Ave 1 #01-11, Singapore 469332 by 11.00 a.m. on 21 February 2024.
- (b) The Company will endeavour to address all substantial and relevant questions if received by the prescribed deadline in paragraph (a) above and post the answers on SGXNET and the Company's website by 1 March 2024. For substantial and relevant questions received after the prescribed deadline, the Company will endeavour to address them together with questions raised at the EGM. Where substantially similar questions are received, they will be consolidated and not all questions may be individually addressed.

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- (c) Members, CPF Investors and SRS Investors (and, where applicable, their duly appointed proxies) can ask substantial and relevant questions related to the resolutions to be tabled for approval at the EGM live at the EGM itself.

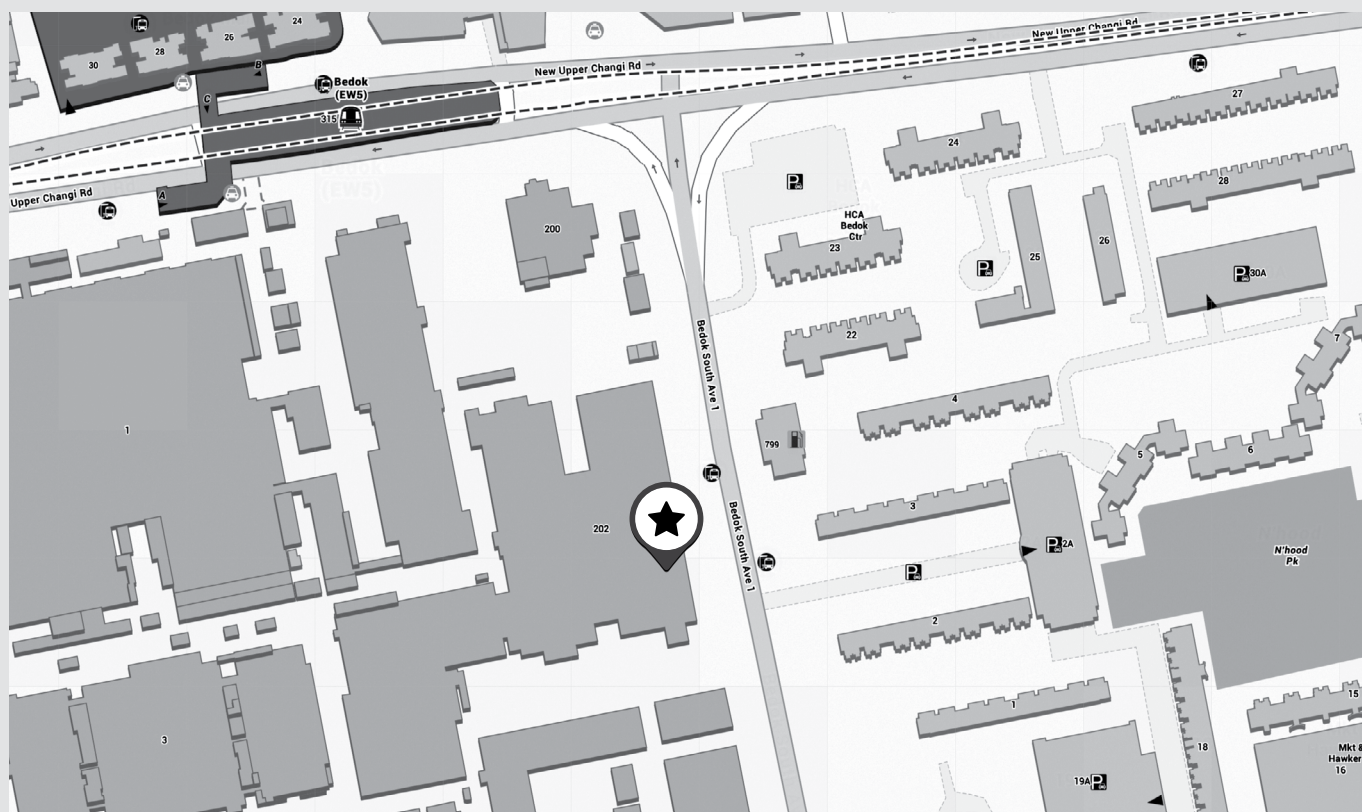
4. Minutes of EGM

The minutes of the EGM, will be posted on the SGXNET and the Company's website within one month after the date of the EGM.

PERSONAL DATA PRIVACY:

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

Location Map for 202 Bedok South Ave 1, Singapore 469332 (Block A, Seminar room)



(Source & credit: OneMap)