

WINAS LIMITED
(Registration No. 200206542H)
(Incorporated in Singapore)
(the "Company")

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("EGM") of the Company will be held on 15 June 2020 at 11.00 a.m. (or as soon as practicable immediately following the conclusion or adjournment of the Annual General Meeting of the Company to be convened on the same day) for the purpose of considering and, if thought fit, passing with or without modification the following Resolutions:

All capitalised terms below and defined in the circular to the shareholders of the Company dated 22 May 2020 (the "Circular") shall, unless otherwise defined in this Notice, bear the respective meanings ascribed thereto in the Circular.

That approval be and is hereby given to the Company for:

SPECIAL RESOLUTION 1: APPROVAL OF THE PROPOSED MEMBERS' VOLUNTARY LIQUIDATION AND THE APPOINTMENT OF THE LIQUIDATORS

That:

- the Company be wound up by way of a members' voluntary liquidation (the "Members' Voluntary Liquidation") pursuant to Section 290(1)(b) of the Companies Act (Chapter 50 of Singapore) (the "Companies Act");
- Mr Thio Khiaw Ping Kelvin and Ms Chan Li Shan be and are hereby appointed as the liquidators of the Company (the "Liquidators"), jointly and severally, for the purposes of the Members' Voluntary Liquidation, such appointment to be effective forthwith following the passing of this Resolution;
- the Liquidators be and are hereby authorised under Section 305(1)(a) of the Companies Act, to, jointly and severally, exercise any of the powers provided by Sections 272(1)(b), (c), (d) and (e) of the Companies Act;
- the Liquidators be and are hereby authorised to, jointly and severally, distribute and divide amongst the members of the Company in cash or in specie the surplus assets of the Company as the Liquidators may determine; and
- any of the Liquidators and the Directors be authorised to take such steps, make such arrangements, do all such acts and things and exercise such discretion in connection with, relating to or arising from the matters contemplated herein, as they may from time to time consider fit, necessary, desirable or expedient to give effect to such matters and this Resolution.

ORDINARY RESOLUTION 1: Approval of Liquidators' Remuneration

That, subject to and contingent upon the passing of Special Resolution 1 above:

- approval be and is hereby given for the remuneration of the Liquidators (estimated to be approximately S\$12,000 (exclusive of GST and disbursements)), subject to the terms and conditions as stated in the letter of engagement, dated 18 March 2020, and that the said remuneration and disbursements incurred be and are hereby paid out of the assets of the Company; and
- the Liquidators be and are hereby authorised to destroy the books, accounts and documents of the Company and of the Liquidators after expiration of five years from the date of dissolution of the Company pursuant to Section 320(3)(b) of the Companies Act.

BY ORDER OF THE BOARD

Siau Kuei Lian
Company Secretary
Singapore

22 May 2020

Notes:

- This EGM is being convened and will be held by way of 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 this Notice will be sent to members and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
- Alternative arrangements relating to attendance at the EGM via electronic means (including arrangements by which the EGM can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the EGM in advance of the EGM, addressing of substantial and relevant questions at the EGM and voting by appointing the Chairman of the EGM as proxy at the EGM, are set out in the accompanying Company's announcement dated 21 May 2020. This announcement will be available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
- Due to current COVID-19 restriction orders in Singapore, a member will not be able to attend the EGM in person. A member (whether individual or corporate) must appoint the Chairman of the EGM as his/her/its proxy, to attend, speak and vote on his/her/its behalf at the EGM if such member wishes to exercise his/her/its voting rights at the EGM. The accompanying proxy form for the EGM will be sent to members and will also be available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

An investor who holds shares under the Central Provident Fund Investment Scheme ("CPF Investor") and/or the Supplementary Retirement Scheme ("SRS Investor") (as may be applicable) and wishes to appoint the Chairman of the EGM as their proxy should approach their respective CPF/SRS Approved Nominees (CPF Agent Banks or SRS Operators) to submit their votes at least seven (7) working days before the EGM.

- A member of the Company (including a Relevant Intermediary*) entitled to vote at the EGM must appoint Chairman of the EGM to act as the proxy and direct the vote at the EGM.
- The instrument appointing the Chairman of the EGM as the proxy must be deposited at the office of the Company's Share Registrar, RHT Corporate Advisory Pte. Ltd. at 30 Cecil Street #19-08 Prudential Tower Singapore 049712 or submit digitally at sg.conveneagm.com/winas, not less than seventy-two (72) hours before the time appointed for holding the EGM.
- The instrument appointing the Chairman of the EGM must be under the hand of the appointor or of his attorney duly authorised in writing. Where the proxy form is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the proxy form is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument, failing which the instrument may be treated as invalid.

* A Relevant Intermediary is:

- a banking corporation licensed under the Banking Act (Cap. 19) 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; or
- a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Cap. 289) and who holds shares in that capacity; or
- the Central Provident Fund Board established by the Central Provident Fund Act (Cap. 36), 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 Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

PERSONAL DATA PRIVACY

Where a member of the Company submits an instrument of proxy appointing the Chairman of the EGM as the proxy to attend, speak and vote at the EGM 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 proxy(ies) and/or representative(s) appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM (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), 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.