

Notice of Annual General Meeting

OLD CHANG KEE LTD.

(Incorporated in the Republic of Singapore on 16 December 2004)
(Company Registration No. 200416190W)

NOTICE IS HEREBY GIVEN that the annual general meeting (“AGM”) of Old Chang Kee Ltd. (the “Company”) will be held by way of electronic means on Thursday, 28 July 2022 at 2.00 p.m. to transact the following businesses:

As Ordinary Business

1. To receive and adopt the Directors’ Statement and Audited Financial Statements of the Company for the financial year ended 31 March 2022 together with the Auditors’ Report thereon. **(Resolution 1)**
2. To declare a final tax-exempt (one-tier) dividend of 1.0 Singapore cent per ordinary share for the financial year ended 31 March 2022 (FY2021: 1.0 Singapore cent per ordinary share). **[See Explanatory Note (i)]
(Resolution 2)**
3. To approve the payment of Directors’ fees of S\$164,000 for the financial year ending 31 March 2023, payable quarterly in arrears (FY2022: S\$164,000). **[See Explanatory Note (ii)]
(Resolution 3)**
4. To re-elect Mr Tan Han Beng, a Director retiring under Regulation 95 of the Constitution of the Company. **[See Explanatory Note (iii)]
(Resolution 4)**
5. To re-elect Mr Hawazi Bin Daipi, a Director retiring under Regulation 95 of the Constitution of the Company. **[See Explanatory Note (iv)]
(Resolution 5)**
6. To re-appoint Ernst & Young LLP as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 6)**
7. To transact any other ordinary business that may properly be transacted at an annual general meeting.

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As Special Business

ORDINARY RESOLUTION: APPROVAL FOR THE CONTINUED APPOINTMENT OF MS AUDREY YAP SU MING FOR PURPOSES OF RULE 406(3)(d)(iii) (A) OF THE CATALIST RULES

That contingent upon the passing of Ordinary Resolution 8 below, to pass the following resolution as an Ordinary Resolution, with or without modifications:-

8. To approve Ms Audrey Yap Su Ming's continued appointment as an Independent Director in accordance with Rule 406(3)(d)(iii)(A) of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist ("**Catalist Rules**") by all shareholders of the Company, and such Resolution shall remain in force until the earlier of the following: (i) Ms Audrey Yap Su Ming's retirement or resignation as a Director; or (ii) the conclusion of the third AGM of the Company following the passing of this Resolution.

**[See Explanatory Note (v)]
(Resolution 7)**

ORDINARY RESOLUTION: APPROVAL FOR THE CONTINUED APPOINTMENT OF MS AUDREY YAP SU MING FOR PURPOSES OF RULE 406(3)(d)(iii) (B) OF THE CATALIST RULES

That contingent upon the passing of Ordinary Resolution 7 above, to pass the following resolution as an Ordinary Resolution, with or without modifications:-

9. To approve Ms Audrey Yap Su Ming's continued appointment as an Independent Director in accordance with Rule 406(3)(d)(iii)(B) of the Catalist Rules by all shareholders of the Company (excluding the Directors and the Chief Executive Officer ("**CEO**") of the Company, and the respective associates of such Directors and CEO), and such Resolution shall remain in force until the earlier of the following: (i) Ms. Audrey Yap Su Ming's retirement or resignation as a Director; or (ii) the conclusion of the third AGM following the passing of this Resolution.

**[See Explanatory Note (v)]
(Resolution 8)**

ORDINARY RESOLUTION: PROPOSED RENEWAL OF SHARE BUY-BACK MANDATE

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution, with or without modifications:-

10. That:
 - (a) for the purposes of the Companies Act 1967 of Singapore (the "**Act**"), the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire the ordinary shares in the capital of the Company ("**Shares**") not exceeding in aggregate the Prescribed Limit (as hereafter defined), at such price(s) as may be determined by the Directors of the Company from time to time up to the Maximum Price (as hereafter defined), whether by way of:
 - (i) market purchases (each a "**Market Purchase**"), transacted through the SGX-ST or, as the case may be, any other securities exchange on which the Shares may for the time being be listed and quoted, through one or more duly licensed stockbrokers appointed by the Company for the purpose; and/or

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- (ii) off-market purchases (each an **“Off-Market Purchase”**) (if effected otherwise than on an approved exchange in Singapore or any securities exchange outside Singapore) in accordance with an equal access scheme as defined in Section 76C of the Act as may be determined or formulated by the Directors of the Company as they may consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Act and the Catalist Rules and otherwise in accordance with all other listing rules and regulations of the SGX-ST as may for the time being be applicable,

be and is hereby authorised and approved generally and unconditionally (the **“Share Buy-back Mandate”**);

- (b) unless varied or revoked by an ordinary resolution of shareholders of the Company in general meeting, the authority conferred on the Directors of the Company pursuant to the Share Buy-back Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the passing of this Resolution 9 and expiring on the earlier of:

- (i) the date on which the next annual general meeting of the Company is held or required by law to be held, whichever is the earlier; or
- (ii) the date on which the share buy-back(s) are carried out to the full extent mandated; or
- (iii) the date on which the authority contained in the Share Buy-back Mandate is varied or revoked by an ordinary resolution of shareholders of the Company in general meeting;

- (c) in this Resolution 9:

“Market Day” means a day on which the SGX-ST is open for trading in securities;

“Maximum Price” in relation to a Share to be purchased, means an amount (excluding brokerage, stamp duties, applicable goods and services tax and other related expenses) not exceeding:

- (i) in the case of a Market Purchase, the price per Share which is not more than 5% above the average of the closing market prices of the Shares over the last five (5) Market Days on the Catalist, on which transactions in the Shares were recorded, immediately preceding the day of the Market Purchase by the Company, and which is deemed to be adjusted in accordance with the Catalist Rules for any corporate action occurring during the relevant five (5) Market Days period and the day of the Market Purchase; and
- (ii) in the case of an Off-Market Purchase, the price per Share based on not more than 20% above the average of the closing market prices of the Shares over the last five (5) Market Days on the Catalist, on which transactions in the Shares were recorded immediately preceding the day on which the Company makes an announcement of an offer under an Off-Market Purchase scheme, and which is deemed to be adjusted in accordance with the Catalist Rules for any corporate action occurring during the relevant five (5) Market Days period and the day of the Off-Market Purchase;

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“Prescribed Limit” means 10% of the total number of issued ordinary shares of the Company as at the date of passing of this Resolution 9 unless the Company has effected a reduction of the share capital of the Company in accordance with the applicable provisions of the Act, at any time during the Relevant Period (as hereinafter defined), in which event the total number of ordinary shares of the Company shall be taken to be the total number of ordinary shares of the Company as altered. Shares which are held by the Company as treasury shares and subsidiary holdings will be disregarded for the purposes of calculating this 10% limit;

“Relevant Period” means the period commencing from the date on which this Resolution 9 in relation to the renewal of the Share Buy-back Mandate is passed and expiring on the earliest of (i) the date on which the next annual general meeting is held or is required by law to be held; (ii) the date on which the share buy-backs are carried out to the full extent mandated; or (iii) the date the Share Buy-back Mandate is revoked or varied by the Company in a general meeting, after this Resolution 9 is passed; and

“subsidiary holdings” has the meaning given to it in the Catalist Rules; and

- (d) the Directors of the Company and each of them be and are hereby authorised and empowered to complete and do all such acts and things (including executing such documents as may be required) as they may consider desirable, expedient or necessary in the interest of the Company in connection with or for the purposes of giving full effect to the Share Buy-back Mandate. **[See Explanatory Note (vi)]**
(Resolution 9)

ORDINARY RESOLUTION: THE PROPOSED SHARE ISSUE MANDATE TO ALLOT AND ISSUE SHARES OF UP TO 100% OF THE TOTAL NUMBER OF ISSUED SHARES ON A PRO-RATA BASIS AND UP TO 50% OF THE TOTAL NUMBER OF ISSUED SHARES OTHER THAN ON A PRO-RATA BASIS

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

11. That pursuant to Section 161 of the Act and Rule 806 of the Catalist Rules of the SGX-ST, authority be and is hereby given to the Directors of the Company to:-
- (a) (i) allot and issue Shares whether by way of rights, bonus or otherwise; and/or
 - (ii) make or grant offers, agreements or options (collectively, **“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 of the Company may in their absolute discretion deem fit;
 - (b) issue Shares (in pursuance of any Instrument made or granted by the Directors of the Company while this Resolution 10 was in force), provided that:-
 - (i) the aggregate number of Shares to be issued pursuant to this Resolution 10 does not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) 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 shareholders of the Company does not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (ii) below); and

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- (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 that may be issued under sub-paragraph (i) above, the percentage of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Resolution 10 is passed, after adjusting for:-
 - (A) new Shares arising from the conversion of any convertible securities;
 - (B) new Shares arising from the exercise of Share options or vesting of Share awards, provided that the 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 sub-division of Shares.

Adjustments in accordance with (ii)(A) and (ii)(B) above are only to be made in respect of new Shares arising from convertible securities, Share options or Share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution 10.

- (iii) in exercising the authority conferred by this Resolution 10, the Company shall comply with the requirements imposed by the SGX-ST from time to time and the provisions of the Catalist Rules for the time being in force and (in each case, unless such compliance has been waived by the SGX-ST) all applicable legal requirements under the Act and the Constitution for the time being of the Company; and
- (iv) (unless revoked or varied by the Company in general meeting) the authority conferred by this Resolution 10 shall continue in force 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 the earlier; and

- (c) in this Resolution 10, "subsidiary holdings" has the meaning given to it in the Catalist Rules.

**[See Explanatory Note (vii)]
(Resolution 10)**

By Order of the Board

Adrian Chan Pengee
Company Secretary
Singapore

6 July 2022

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Explanatory Notes:

- (i) The proposed final tax-exempt (one-tier) dividend of 1.0 Singapore cent per ordinary share comprises an ordinary dividend of 1.0 Singapore cents per ordinary share for the financial year ended 31 March 2022.
- (ii) Directors' fees are for the forthcoming financial year from 1 April 2022 to 31 March 2023, payable quarterly in arrears.
- (iii) Mr Tan Han Beng will, upon re-election as a Director of the Company, remain as the Lead Independent Director of the Company, Chairman of the Audit Committee and a member of the Remuneration Committee and Nominating Committee. The Board considers Mr Tan Han Beng to be independent for the purpose of Rule 704(7) of the Catalist Rules. Mr Tan Han Beng does not have any relationships including immediate family relationships between himself and the Directors, the Company and its substantial shareholders. Further information on Mr Tan Han Beng, including information as required under Appendix 7F of the Catalist Rules can be found under the sections entitled "Board of Directors" and "Corporate Governance" of the Annual Report 2022. Mr Tan Han Beng has abstained from making any recommendations in respect of his re-nomination as Director.
- (iv) Mr Hawazi Bin Daipi will, upon re-election as a Director of the Company, remain as an Independent Director, Chairman of the Remuneration Committee and a member of the Audit Committee and Nominating Committee. The Board considers Mr Hawazi Bin Daipi to be independent for the purpose of Rule 704(7) of the Catalist Rules. Mr Hawazi Bin Daipi does not have any relationships including immediate family relationships between himself and the Directors, the Company and its substantial shareholders. Further information on Mr Hawazi Bin Daipi, including information as required under Appendix 7F of the Catalist Rules can be found under the sections entitled "Board of Directors" and "Corporate Governance" of the Annual Report 2022. Mr Hawazi Bin Daipi has abstained from making any recommendations in respect of his re-nomination as Director.
- (v) Ordinary Resolutions 7 and 8 above are proposed for the purposes of Rule 406(3)(d)(iii) of the Catalist Rules of the SGX-ST.

Rule 406(3)(d)(iii) provides that a Director will not be independent if he/she has been a Director for an aggregate period of more than nine years and his/her continued appointment as an independent Director has not been sought and approved in separate resolutions by (i) all shareholders; and (ii) shareholders excluding the Directors and the CEO of the Company (being in the case of the latter, the Company's Group Chief Executive Officer and Executive Director), and their respective associates (as defined in the Catalist Rules).

Ms Audrey Yap Su Ming is an independent Director who has served for an aggregate of almost eight years on the Board. She was first appointed to the Board on 24 July 2014. The Company is accordingly seeking the requisite approvals from shareholders for the continued appointment of Ms Audrey Yap Su Ming as an Independent Director via the two-tier voting process under Rule 406(3)(d)(iii)(A) and Rule 406(3)(d)(iii)(B) of the Catalist Rules. If obtained, the requisite approvals will remain in force until the earlier of (i) her retirement or resignation as a Director, or (ii) the conclusion of the third Annual General Meeting of the Company following the passing of Ordinary Resolutions 7 and 8. Otherwise, Ms Audrey Yap Su Ming will be regarded as non-independent and shall continue as a Non-Independent Director of the Company with effect from 24 July 2023.

If Ordinary Resolutions 7 and 8 are not passed, and assuming that (i) each of the Directors seeking re-election at this Annual General Meeting (being Mr Tan Han Beng and Mr Hawazi Bin Daipi) are re-elected, and (ii) there is no further change to the Board size and composition from the conclusion of this Annual General Meeting, the Board would comprise 2 independent and 4 non-independent Directors with effect from 24 July 2023. Rule 406(3)(c) of the Catalist Rules and Provision 2.2 of the Code of Corporate Governance 2018 ("**Code**") provides that the Independent Directors must comprise at least one-third of the Board and the Independent Directors shall make up a majority of the Board where the Chairman is not independent respectively. In the event that the Ordinary Resolutions 7 and 8 for the continued appointment of Ms Audrey Yap Su Ming as an Independent Director are not passed at the forthcoming AGM which renders the Company unable to meet these requirements, the Company shall make the necessary arrangements to comply with the relevant Catalist Rules and the Code.

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In seeking the requisite approvals under Rule 406(3)(d)(iii) for Ms Audrey Yap Su Ming to continue as an Independent Director, the Company seeks to strike an appropriate balance between tenure of service, continuity of experience and renewal of the Board. The Board believes that the Company will benefit from the continued appointment of Ms Audrey Yap Su Ming as an Independent Director given her deep knowledge of the Group's business and operations gained over the course of her tenure as a Board member. The Nominating Committee and the Board have observed that Ms Audrey Yap Su Ming continues to demonstrate independence in conduct, character and judgment, and that her length of service on the Board neither interferes with her exercise of independent judgment nor hinders her ability to act in the best interests of the Company. After a rigorous review, the Nominating Committee and the Board have determined that Ms Audrey Yap Su Ming continues to be independent. Ms Audrey Yap Su Ming has recused herself from all Nominating Committee (where applicable) and Board deliberations and decisions relating to her continued independence.

Under Rule 406(3)(d)(iii)(A), all shareholders may vote on Ordinary Resolution 7. In compliance with Rule 406(3)(d)(iii)(B), the Directors (including the Group Chief Executive Officer) of the Company, and their respective associates (as defined in the Catalist Rules) will abstain from voting on Ordinary Resolution 8. The Company will disregard any votes cast by the Directors (including the Group Chief Executive Officer) of the Company, and their respective associates, in respect of their holdings of shares (if any) on Ordinary Resolution 8. The Chairman of the Meeting will not accept appointment as proxy for any other shareholder to vote in respect of Ordinary Resolution 8, unless such shareholder has given specific instructions in a validly completed and submitted proxy form as to voting, or abstention from voting.

Upon passing of Ordinary Resolution 7 and Ordinary Resolution 8, Ms Audrey Yap Su Ming will remain as an Independent Director, Chairman of the Nominating Committee, and a member of the Audit Committee and Remuneration Committee of the Company until the earlier of the following: (i) Ms Audrey Yap Su Ming's retirement or resignation as a Director; or (ii) the conclusion of the third AGM of the Company following the passing of Ordinary Resolution 7 and Ordinary Resolution 8.

- (vi) The Ordinary Resolution proposed in item 10 above relates to the renewal of a mandate approved by shareholders of the Company at the annual general meeting of the Company held on 28 July 2021, and if passed, will empower the Directors of the Company, from the date of the above AGM until the date of the next annual general meeting to be held or is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to make purchases (whether by way of Market Purchases or Off-Market Purchases on an equal access scheme) from time to time of up to 10% of the total number of ordinary shares (excluding treasury shares and subsidiary holdings) of the Company at prices up to but not exceeding the Maximum Price. The rationale for the Share Buy-back Mandate, the authority and limitation on the purchase or acquisition of Shares under the Share Buy-back Mandate, the source of funds to be used for the purchase or acquisition including the amount of financing, and the financial effects of the purchase or acquisition of Shares by the Company pursuant to the Share Buy-back Mandate are set out in greater detail in the Addendum accompanying the Annual Report 2022.
- (vii) The Ordinary Resolution proposed in item 11 above, if passed, will authorise and empower the Directors of the Company from the date of the above AGM until the next annual general meeting to be held or is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to allot and issue up to 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (including Shares to be issued in pursuance of any Instrument made or granted while Resolution 10 was in force), of which the aggregate number of Shares to be issued other than on a pro-rata basis to shareholders of the Company (including Shares to be issued in pursuance of any Instrument made or granted while Resolution 10 was in force) does not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, without seeking any further approval from shareholders in general meeting but within the limitation imposed by Resolution 10, for such purposes as the Directors may consider to be in the interests of the Company.

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Notes:

- (1) The annual general meeting of the Company (the “**AGM**”) 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, and as amended by COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) (Amendment No. 2) Order 2020. This Notice of AGM and the accompanying proxy form for the AGM will also be published electronically on (i) SGXNet at <https://www.sgx.com/securities/company-announcements>; and (ii) the Company's corporate website at <https://www.oldchangkee.com/>.
- (2) Due to the current COVID-19 restriction orders in Singapore, a shareholder of the Company (“**Shareholder**”) will not be able to attend the AGM in person. Shareholders may watch the AGM proceedings through a live webcast using their computers, tablets or mobile phones or listen to the AGM proceedings using their mobile phones. The live webcast can be accessed through an online platform that will be provided to registered and authenticated Shareholders by 12 p.m. on 27 July 2022, and the audio-only means can be accessed through a telephone number that will be provided to registered and authenticated Shareholders by 12 p.m. on 27 July 2022.

To access the live webcast and the audio-only means, Shareholders need to register by no later than by 2:00 p.m. on 25 July 2022 (“**Registration Deadline**”) to enable the Company to verify their status. Following verification, authenticated Shareholders will receive an email by 12.00 p.m. on 27 July 2022, containing the link and the telephone number through which the live webcast and the audio-only means can be accessed, and the login details and credentials, and will be able to access the “live” audio-visual webcast or “live” audio-only stream of the AGM proceedings. Shareholders **must not** forward the unique link to other persons who are not Shareholders and who are not entitled to attend the AGM. This is also to avoid any technical disruptions or overload to the “live” webcast and “live” audio-only stream.

Shareholders can register by clicking on the link below and we advise all Shareholders to register as early as possible.

<https://bit.ly/OCK2022AGM>

Shareholders are advised to also check the Junk folder of their email in case the emails are directed there instead of the Inbox.

Shareholders who registered by the Registration Deadline but do not receive an email response by 12:00 p.m. on 27 July 2022 may contact our Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., from Monday to Friday, 9 am to 5 pm or AGM.TeamE@boardroomlimited.com with the following details included: (1) the full name of the Shareholder; and (2) his/her/its identification/registration number.

- (3) The alternative arrangements for the AGM relating to, amongst others, attendance at the AGM via electronic means (including arrangements by which the AGM can be electronically accessed via “live” audio-visual webcast (“**LIVE WEBCAST**”) or “live” audio-only stream (“**LIVE AUDIO STREAM**”)), submission of questions in advance of the AGM, addressing of substantial and relevant questions before the AGM and voting by appointing the Chairman of the AGM as proxy at the AGM, are set out in the accompanying Company's announcement dated 6 July 2022 (the “**Announcement**”), which has been published together with this Notice of AGM on SGXNet at <https://www.sgx.com/securities/company-announcements> on the same day. The Announcement may also be accessed on the Company's corporate website at <https://www.oldchangkee.com/>. For the avoidance of doubt, the Announcement is circulated together with and forms part of this Notice of AGM in respect of the AGM.
- (4) If a Shareholder (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it must appoint the Chairman of the AGM as his/her/its proxy to vote on his/her/its behalf at the AGM. Shareholders will not be able to vote online at the AGM.

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

CPF or SRS investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the AGM (i.e. by 5:00 p.m. on 18 July 2022) in order to allow sufficient time for their respective CPF Agent Banks or SRS Operators to in turn submit a proxy form to appoint the Chairman of the AGM to vote on their behalf by the cut-off date.

- (5) The Chairman of the AGM, as proxy, need not be a Shareholder.
- (6) The instrument or form appointing 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 notarial certified copy thereof, must be submitted to the Company in the following manner:
 - (a) if submitted by post, be lodged with the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 1 Harbourfront Avenue #14-07 Keppel Bay Tower Singapore 098632; or
 - (b) if submitted electronically, be submitted via email to the Company's Share Registrar at AGM.TeamE@boardroomlimited.com

in either case, by 2:00 p.m. on 25 July 2022 (being not less than seventy-two (72) hours before the time appointed for holding the AGM) (or at any adjournment thereof) and in default the instrument of proxy shall not be treated as valid.

A Shareholder who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided in sub-paragraph (a) above, or scanning and sending it by email to the email address provided in sub-paragraph (b) above.

In view of the current COVID-19 situation and the related safe distancing measures, which may make it difficult for Shareholders to submit completed proxy forms by post, Shareholders are strongly encouraged to submit completed proxy forms electronically via email to the Company so as to reach the Company not less than seventy-two (72) hours before the time appointed for holding the AGM.

- (7) The instrument appointing the Chairman of the AGM as proxy must be under the hand of the appointor or of his/her attorney duly authorised in writing. Where the instrument appointing the Chairman of the AGM as proxy is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or duly authorised officer, failing which the instrument of proxy may be treated as invalid. Where an instrument appointing the Chairman of the AGM as proxy is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company), if the instrument appointing the Chairman of the AGM as proxy is submitted by post, be lodged with the instrument of proxy or, if the instrument appointing the Chairman of the AGM as proxy is submitted electronically via email, be emailed with the instrument of proxy, failing which the instrument may be treated as invalid.
- (8) A corporation which is a Shareholder may authorise by resolution of its director or other governing body, such person as it thinks fit to act as its representative at the AGM, in accordance with its constitution and Section 179 of the Companies Act 1967 of Singapore.
- (9) The Company shall be entitled to reject the instrument appointing the Chairman of the AGM as proxy 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 the Chairman of the AGM as proxy.

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- (10) In the case of Shareholders whose shares are entered against their names in the Depository Register, the Company may reject any instrument appointing the Chairman of the AGM as proxy lodged or submitted if such Shareholders are not shown to have shares entered against their names in the Depository Register seventy-two (72) hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.
- (11) A Shareholder who wishes to raise any matters at the AGM must submit such matters or any questions related to the AGM either (i) via electronic means to the Company, through the Company's pre-registration website at the URL <https://bit.ly/OCK2022AGM> or (ii) by post lodged with the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 1 Harbourfront Avenue #14-07 Keppel Bay Tower Singapore 098632 or (iii) by email to finance@oldchangkee.com. Shareholders are required to submit the matters they wish to be heard on and/or their questions no later than 2:00 p.m. on 14 July 2022.

When a Shareholder sends in his/her questions through electronic means or by post, the Shareholder should also provide the Company with the following details:

- your full name;
- NRIC/Passport ID; and
- the manner in which you hold shares (e.g. via CDP, CPF or SRS).

Please note that Shareholders will not be able to ask questions at the AGM and accordingly, it is important for Shareholders to submit their questions by the deadline of 14 July 2022, 2.00 p.m. The Company will endeavour to address all substantial and relevant questions relating to the agenda of the AGM received from the Shareholders before the deadline of 14 July 2022, 2.00 pm by publishing the responses on the SGXNet and the Company's website by 22 July 2022, 2.00 pm. Minutes of the AGM will thereafter be published on SGXNet and the Company's website within one month after the date of the AGM.

- (12) The Annual Report 2022 (including the Addendum in relation to the renewal of the Share Buy-back Mandate) will also be published electronically on (i) SGXNet at <https://www.sgx.com/securities/company-announcements>; and (ii) the Company's corporate website at <https://www.oldchangkee.com/>.

Personal Data Privacy:-

By (a) submitting an instrument appointing the Chairman of the AGM as proxy to attend, speak and vote at the AGM and/or any adjournment thereof, or (b) submitting details for the registration to observe the proceedings of the AGM via LIVE WEBCAST or LIVE AUDIO STREAM, or (c) submitting any question prior to the AGM in accordance with this Notice, a Shareholder consents to the collection, use and disclosure of the Shareholder's personal data by the Company (or its agents or service providers) for the following purposes:

- (i) processing, administration and analysis by the Company (or its agents or service providers) of the instruments appointing the Chairman of the AGM as proxy for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM (including any adjournment thereof);
- (ii) processing of the registration for purpose of granting access to Shareholders (or their corporate representatives in the case of Shareholders which are legal entities) to the LIVE WEBCAST or LIVE AUDIO STREAM to observe the proceedings of the AGM and providing them with any technical assistance where necessary;

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- (iii) addressing substantial and relevant questions from Shareholders received before the AGM and if necessary, following up with the relevant Shareholders in relation to such questions; and
- (iv) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines by the relevant authorities.

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