
NOTICE OF EXTRAORDINARY GENERAL MEETING



NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting of United Industrial Corporation Limited (the "**Company**") will be held via electronic means on 23 April 2021 at 2.30 p.m. or soon thereafter following the conclusion of the Annual General Meeting to be held at 2.00 p.m. on the same day at the same place for the purposes of considering and, if thought fit, passing with or without modifications, the following resolution which will be proposed as a special resolution:

SPECIAL RESOLUTION: PROPOSED CHANGE OF NAME OF THE COMPANY FROM "UNITED INDUSTRIAL CORPORATION LIMITED" TO "SINGAPORE LAND GROUP LIMITED"

That:

- (a) the name of the Company be changed from "United Industrial Corporation Limited" to "Singapore Land Group Limited" and that the name "United Industrial Corporation Limited" be deleted and replaced with "Singapore Land Group Limited" wherever the name "United Industrial Corporation Limited" appears in the constitution of the Company; and
- (b) the directors of the Company or any one of them be and are hereby authorised to complete and do any and all such acts and things (including without limitation, to sign, execute and/or deliver, whether under hand or seal all such documents and to approve any amendments, alterations or modifications to any documents) as the directors or any of them may consider necessary, desirable or expedient to give effect to the proposed change of name of the Company.

By Order of the Board

Teo Hwee Ping

Company Secretary

1 April 2021

IMPORTANT NOTES:

In view of the current COVID-19 situation and the related safe distancing measures in Singapore, the Company will be conducting the EGM by 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 the Joint Statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation issued on 1 October 2020 titled "Guidance on the Conduct of General Meetings Amid Evolving COVID-19 Situation".

Shareholders of the Company ("**Members**") should take note of the following EGM arrangements:

- (1) **Attendance in Person:** In view of the current COVID-19 situation, Members will not be able to attend the EGM in person. Members may participate at the EGM by (i) observing and/or listening to the EGM proceedings via live audio-visual webcast or live audio-only stream; (ii) submitting questions in advance of the EGM; and/or (iii) appointing the Chairman of the EGM as proxy to attend and vote on their behalf at the EGM.
- (2) **Pre-registration:** To participate at the EGM, Members are required to register at <https://online.meetings.vision/uic-registration> by 2.30 p.m. on 20 April 2021 (being 72 hours before the time appointed for holding the EGM) to enable the Company to verify their membership. Once verified, authenticated Members will receive an email by 22 April 2021 containing directions and a link to participate at the EGM. Members who do not receive an email by 22 April 2021 but have registered by 2.30 p.m. on 20 April 2021 should contact our share registrar, KCK CorpServe Pte Ltd at 64964993 or uic-agm@kckcs.com.sg.

Submission of proxy form: Members will only be able to vote at the EGM by appointing the Chairman as proxy to vote on their behalf. The proxy form for the EGM is accessible on the Company's website at www.uic.com.sg/investor-relations/agm-egm and on the SGX website at www.sgx.com/securities/company-announcements. A Member (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 EGM as proxy for that resolution will be treated as invalid. Duly completed proxy forms must be deposited (i) by email to proxyform@trustedservices.com.sg or (ii) by post to 456 Alexandra Road #14-02, Fragrance Empire Building, Singapore 119962 by 2.30 p.m. on 20 April 2021 (being 72 hours before the time appointed for holding the EGM). In view of the current COVID-19 situation, Members are strongly encouraged to submit completed proxy forms electronically via email to proxyform@trustedservices.com.sg to ensure that they are received by the Company before the stipulated deadline.

Submission by a Member of a valid proxy form appointing the Chairman of the EGM as proxy by 2.30 p.m. on 20 April 2021 will supersede any previous proxy form appointing a proxy(ies) submitted by that Member.

- (3) **Voting by Relevant Intermediary Shareholders:** CPF or SRS investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators at least seven working days before the EGM in order to allow sufficient time for their respective intermediaries to submit a proxy form by 2.30 p.m. on 20 April 2021 (being 72 hours before the time appointed for holding the EGM) to the Company to appoint the Chairman of the EGM to vote on their behalf.

- (4) **Submission of Questions:** Authenticated Members may submit questions relating to the resolution by email to agm@uic.com.sg or by post to 24 Raffles Place #22-01/06 Clifford Centre Singapore 048621 (Attention: The Company Secretary) by 2.30 p.m. on 16 April 2021.

In view of the current COVID-19 situation, Members are strongly encouraged to submit questions by email to ensure that they are received by the Company by the stipulated deadline. The Company will endeavour to address substantial and relevant questions relating to the resolution (as may be determined by the Company in its sole discretion) and answers shall be made available on the Company's corporate website at www.uic.com.sg/investor-relations/agm-egm and on the SGX website at www.sgx.com/securities/company-announcements prior to the EGM.

EGM-related documents are available on the Company's corporate website at www.uic.com.sg/investor-relations/agm-egm and on the SGX website at www.sgx.com/securities/company-announcements.

Due to the constantly evolving COVID-19 outbreak, the Company may be required to change its EGM arrangements at short notice. Members are advised to check the Company's corporate website regularly for updates on the EGM. For more information, Members may refer to the FAQs on the Company's corporate website at www.uic.com.sg/investor-relations/agm-egm and on the SGX website at www.sgx.com/securities/company-announcements.

PERSONAL DATA PRIVACY

By submitting an instrument appointing the Chairman of the EGM as proxy to attend and vote at the EGM and/or any adjournment thereof, a Member consents to the collection, use and disclosure of the Member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the EGM as proxy 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), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.

PROXY FORM

EXTRAORDINARY GENERAL MEETING (“EGM”)

1. In view of the current COVID-19 situation, the EGM will be conducted by electronic means. Members will only be able to vote at the EGM by appointing the Chairman as proxy to vote on their behalf.
2. Members are advised to refer to the Notice of EGM dated 1 April 2021, accessible on the Company's website at www.uic.com.sg/investor-relations/aggm-egm and on the SGX website at www.sgx.com/securities/company-announcements, for further details on the EGM.
3. For CPF/SRS investors who have used their CPF/SRS monies to buy United Industrial Corporation Limited shares, this form of proxy is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them. CPF/SRS investors should contact their respective Agent Banks/SRS Operators if they have any queries regarding the appointment of proxies.
4. By submitting an instrument appointing the Chairman of the EGM as proxy, you accept and agree to the personal data privacy terms set out in the Notice of EGM.

IMPORTANT: PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS PROXY FORM

I/We _____ (Name) _____ (NRIC/Passport/Co Reg Number)

of _____ (Address)

being a member/members of United Industrial Corporation Limited (the “**Company**”), hereby appoint the **Chairman of the EGM** as my/our proxy, to attend and vote for me/us on my/our behalf at the EGM of the Company to be held via electronic means on Friday, 23 April 2021 at 2.30 p.m. or soon thereafter following the conclusion of the Annual General Meeting to be held at 2.00 p.m. on the same day at the same place and at any adjournment thereof. I/We direct the Chairman of the EGM to vote for or against or to abstain from voting on the Resolution to be proposed at the EGM as indicated below. If no specific direction(s) as to voting is given, the appointment of the Chairman of the EGM as my/our proxy for that resolution will be treated as invalid.

No.	Special Resolution	No. of Votes For *	No. of Votes Against*	No. of Votes Abstained*
1.	To approve the proposed change of name of the Company from “United Industrial Corporation Limited” to “Singapore Land Group Limited”.			

* Voting will be conducted by poll. If you wish to exercise all your votes “For” or “Against”, or “Abstained”, please tick (✓) within the box provided. Otherwise, please indicate the number of votes as appropriate.

Dated this _____ day of _____ 2021

Shares in:	Total No. of Shares Held
(a) Depository Register	
(b) Register of Members	
Total	

Signature(s) or Common Seal of Member(s)

Notes:

1. A member should insert the total number of shares held. If the member has shares entered against his/her/their name in the Depository Register (maintained by The Central Depository (Pte) Limited), he/she/they should insert that number of shares. If the member has shares registered in his/her/their name in the Register of Members (maintained by or on behalf of the Company), he/she/they should insert that number of shares. If the member has shares entered against his/her/their name in the Depository Register and shares registered in his/her/their name in the Register of Members, he/she/they should insert the aggregate number of shares. If no number is inserted, the instrument appointing a proxy shall be deemed to relate to all the shares held by the member.
2. The Chairman of the EGM as proxy, need not be a member of the Company.
3. This form of proxy is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by relevant intermediaries (including CPF or SRS investors). Such investors who wish to vote should approach their respective CPF Agent Banks or SRS Operators at least seven working days before the EGM in order to allow sufficient time for their respective intermediaries to submit a proxy form by 2.30 p.m. on 20 April 2021 (being 72 hours before the time fixed for holding the EGM) to the Company to appoint the Chairman of the EGM to vote on their behalf.
4. The instrument appointing the Chairman of the EGM as proxy must be submitted by 2.30 p.m. on 20 April 2021, being 72 hours before the time fixed for holding the EGM:
 - (a) by email at proxyform@trustedservices.com.sg; or
 - (b) by post to 456 Alexandra Road #14-02, Fragrance Empire Building, Singapore 119962.
5. A member 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 above, or before scanning and sending it by email to the email address provided above. In view of the current COVID-19 situation, Members are strongly encouraged to submit completed proxy forms electronically via email to ensure that they are received by the Company by the stipulated deadline.
6. The instrument appointing the Chairman of the EGM as proxy must be under the hand of the appointor or his attorney duly authorised in writing. Where the appointor is a corporation, the instrument of proxy must be executed either under its common seal or under the hand of its duly authorised officer or attorney. A corporation which is a member may appoint, by resolution of its directors or other governing body, the Chairman of the EGM to act as its representative at the EGM, in accordance with Section 179 of the Companies Act, Cap. 50.
7. The Company shall be entitled to, and will, treat any valid instrument appointing the Chairman of the EGM as proxy which was delivered by a member of the Company on or before 2.30p.m. on 20 April 2021 as a valid instrument appointing the Chairman of the EGM as proxy to attend and vote at the EGM if:
 - (a) the member had indicated how he/she/they wished to vote or abstain from voting on each resolution; and
 - (b) the member has not withdrawn the appointment.
8. A member may withdraw an instrument appointing a proxy by notifying the Company via email at agm@uic.com.sg, by 2.30 p.m. on 20 April 2021.
9. Submission by a member of a valid instrument appointing a proxy by 2.30 p.m. on 20 April 2021 will supersede any previous instrument appointing a proxy submitted by that member.
10. Any alteration made in this instrument appointing a proxy must be initialed by the person who signs it.
11. The Company shall be entitled to reject the instrument appointing or treated as appointing the Chairman of the EGM as proxy if it is incomplete, improperly completed or illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointor specified in the instrument appointing or treated as appointing the Chairman of the EGM as proxy (including any related attachment). In addition, in the case of a member whose shares are entered against his/her/their name in the Depository Register, the Company shall be entitled to reject any instrument appointing or treated as appointing the Chairman of the EGM as proxy lodged if such members are not shown to have shares entered against his/her/their name in the Depository Register as at 72 hours before the time appointed for holding the EGM as certified by The Central Depository (Pte) Limited to the Company.

1st fold

PROXY FORM

Affix
Postage
Stamp

The Company Secretary
UNITED INDUSTRIAL CORPORATION LIMITED
c/o Trusted Services Pte. Ltd.
456 Alexandra Road #14-02
Fragrance Empire Building
Singapore 119962

2nd fold

3rd fold Fold and glue overleaf. Do not staple.