



TRITECH GROUP LIMITED

(Company Registration Number: 200809330R)
(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (“**EGM**”) of TRITECH GROUP LIMITED (“**Company**” and together with its subsidiaries, the “**Group**”) will be held at 10.00 a.m. on 7 May 2024, at 31 Changi South Avenue 2, Trittech Building, Singapore 486478 for the purpose of considering and, if thought fit, passing with or without amendments, the resolution as set out below (“**Notice**”).

All capitalised terms used in this notice which are not defined herein shall have the meanings ascribed to them in the accompanying circular dated 22 April 2024 to shareholders of the Company.

ORDINARY RESOLUTION 1: THE PROPOSED CHANGE OF AUDITORS FROM ERNST & YOUNG LLP TO MOORE STEPHENS LLP

RESOLVED THAT:

- (a) the resignation of Ernst & Young LLP as the Auditors be and is hereby noted and Moore Stephens LLP, having consented to act, be and is hereby appointed as the new Auditors in place of Ernst & Young LLP, to hold office until the conclusion of the next AGM at a fee and on such terms as may be agreed by the Directors with Moore Stephens LLP; and
- (b) the Directors or any of them be and are hereby authorised to complete and do all such acts and things (including without limitation, approving, modifying, ratifying, signing, sealing, delivering, entering into all such transactions, arrangements and agreements and executing all such documents) as they or he may consider necessary, desirable or expedient or in the interests of the Company for the purposes of giving effect to this resolution and that authority be and is hereby given for the common seal of the Company to be affixed in accordance with the Company’s Constitution to any document as may be necessary or required.

(See Explanatory Note 1)

By Order of the Board

Dr Wang Xiaoning

Managing Director
22 April 2024

Explanatory Notes

1. Shareholders should note that in accordance with the requirements of Rule 712(3) of the Catalist Rules:
 - (a) the outgoing Auditors, EY, via its professional clearance letter dated 20 March 2024, confirmed that, it is not aware of any professional or other reasons why Moore Stephens should not accept appointment as the new Auditors of the Company and its Singapore-incorporated subsidiaries (except Geosoft);
 - (b) the Company confirms that there are no disagreements with EY on accounting treatments within the last twelve (12) months up to the date of this Circular;
 - (c) the Company confirms that it is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of the Shareholders which has not been disclosed in this Circular;
 - (d) the Company confirms that the reasons for the Proposed Change of Auditors are disclosed in the Circular. The Proposed Change of Auditors is neither due to any disagreement with EY nor the dismissal or replacement directed by the SGX RegCo of EY; and
 - (e) the Company confirms that it is in compliance with Rules 712, 715(1) (save for Geosoft), 715(2) and 716(1) (in relation to Geosoft) of the Catalist Rules in relation to the appointment of Moore Stephens as its new Auditors.

Notes:

1. The EGM will be held at 10.00 a.m. on 7 May 2024, at 31 Changi South Avenue 2, Trittech Building, Singapore 486478. **The EGM will be convened in a physical format only and there will be no option for members to participate virtually.** Printed copies of the Circular will NOT be despatched to members as the Company's Constitution provides for the use of electronic communications pursuant to the Catalist Rules (all as defined herein). Accordingly, only hardcopies of this Notice of EGM, Proxy Form and Request Form will be sent by post to members. Members who wish to obtain a printed copy of the Circular should complete the Request Form and return it to the business office of the Company at 31 Changi South Avenue 2, Trittech Building, Singapore 486478 or via email to shareholder@tritech.com.sg, no later than 10.00 a.m. on 29 April 2024.
2. The Circular, Notice of EGM, Proxy Form and Request Form will be made available on the SGXNet at <https://www.sgx.com/securities/company-announcements?value=TRITECH%20GROUP%20LIMITED&type=company&ANNC=ANNC16> and may be accessed at the Company's website at https://www.tritech.com.sg/investor_index.html. An internet browser and PDF reader are required to view these documents on SGXNet or the Company's website.
3. Members including SRS Investors may participate in the EGM by:
 - (a) attending the EGM in person;
 - (b) raising questions at the EGM or submitting questions in advance of the EGM; and/or
 - (c) voting at the EGM either by themselves personally or through their duly appointed proxy(ies).Investors who hold Shares through relevant intermediaries, including under SRS, should approach their respective SRS Operators to submit their questions based on the instructions stated herein.
4. A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies. Where such member's Proxy Form appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the Proxy Form, otherwise the Company shall be entitled to treat the first named proxy as representing the entire number of Shares registered against the member's name in the Depository Register and any second named proxy as an alternate to the first named proxy.
5. A member who is a relevant intermediary is entitled to appoint more than two (2) 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 (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the Proxy Form or alternatively, separate Proxy Forms should be used.
6. **"Relevant intermediary"** has the meaning ascribed to it in section 181(6) of the Act.
7. SRS Investors may attend and cast his/her vote(s) at the EGM in person. SRS Investors who are unable to attend the EGM but would like to vote, may inform their SRS Operators to appoint the Chairman of the EGM to act as their proxy, at least seven (7) working days before the EGM (i.e. by 10.00 a.m. on 25 April 2024) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a Proxy Form.
8. If no specific direction as to voting is given or in the event of any other matter arising at the EGM and at any adjournment thereof, the proxy(ies) (except where the Chairman of the EGM is appointed as the member's proxy) will vote or abstain from voting at his/her/their discretion. In the absence of specific direction as to the voting given by a member, the appointment of the Chairman of the EGM as the member's proxy for the resolution will be treated as invalid.

9. A proxy, including the Chairman of the EGM, need not be a member of the Company.
10. The duly executed Proxy Form must be submitted to the Company in the following manner:
 - (a) if sent personally or by post, be received by the Company's Share Registrar, In.Corp Corporate Services Pte. Ltd. at 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712; and
 - (b) if submitted by email, be sent as a clearly readable image to Company's Share Registrar, In.Corp Corporate Services Pte. Ltd. by email at shareregistry@incorp.asia,

in either case no later than 10.00 a.m. on 4 May 2024 (being not less than seventy-two (72) hours before the time appointed for holding the EGM), and in default the Proxy Form shall not be treated as valid. A member who wishes to submit the Proxy Form must either (i) complete and sign the hardcopy of the Proxy Form which will be despatched to the member, or (ii) download, complete and sign the softcopy of the Proxy Form, before submitting it either by (A) scanning and submitting it by way of electronic means via email to the email address provided above, or (B) post to the address provided above. Members are strongly encouraged to submit the completed Proxy Forms by way of electronic means via email. The submission of the Proxy Form by such member will not prevent him from attending and voting at the EGM in person if he so wishes.

11. The Proxy Form must be signed by the appointor or his attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised or in such manner as appropriate under the applicable laws. A copy of the power of attorney or such other authority must be submitted together with the Proxy Form, failing which the Proxy Form may be treated as invalid.
12. The Company shall be entitled to reject a Proxy Form which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the Proxy Form. In addition, in the case of members of the Company whose Shares are entered against their names in the Depository Register, the Company may reject a Proxy Form if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at seventy-two (72) hours before the time fixed for holding the EGM, as certified by the CDP to the Company. A Depositor shall not be regarded as a member of the Company entitled to attend, speak and vote at the EGM unless his name appears on the Depository Register seventy-two (72) hours before the time fixed for holding the EGM.
13. Shareholders may submit questions which are substantial and relevant to the Proposed Change of Auditors tabled for approval at the EGM by writing to the Company in advance of the EGM. Alternatively, Shareholders may also pose such questions during the EGM. Shareholders should submit questions in the following manner:
 - (a) via email at shareholder@tritech.com.sg; or
 - (b) via post to the business office of the Company at 31 Changi South Avenue 2, Tritech Building, Singapore 486478

in either case, by 10.00 a.m. on 29 April 2024. Investors who hold Shares through relevant intermediaries, including under SRS, should approach their respective SRS Operators to submit their questions based on the abovementioned instructions. For questions submitted in advance of the EGM, the Company will endeavour to address the questions which are substantial and relevant to the agenda of the EGM prior to the EGM and by publication on the SGXNET and the Company's website at https://www.tritech.com.sg/investor_index.html by 2 May 2024. Where substantial and relevant questions submitted by Shareholders are unable to be addressed prior to the EGM, including any questions received by the Company after 10.00 a.m. on 29 April 2024, the Company will address them during the EGM.

14. For verification purposes, when submitting any questions via email, Shareholders MUST provide the Company with their particulars (comprising full name (for individuals)/company name (for corporates), email address, contact number, NRIC/passport number/company registration number, shareholding type and number of shares held), failing which the submission will be treated as invalid.

PERSONAL DATA PRIVACY:

By submitting a Proxy Form appointing a proxy(ies) and/or representative(s) 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 proxies and representatives appointed 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) 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.