
NOTICE OF EXTRAORDINARY GENERAL MEETING

CAPALLIANZ HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 199905693M)

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of CapAllianz Holdings Limited (the “**Company**”) will be held on 19 June 2026 at 10 a.m. at 10 Ubi Crescent, Ubi Techpark, Lobby A, #02-05, Singapore 408564 for the purpose of considering and, if thought fit, passing with or without modifications, the resolution as set out below.

All capitalised terms used in this Notice which are not defined herein shall have the meanings ascribed to them in the circular to the shareholders of the Company dated 28 May 2026.

ORDINARY RESOLUTION

THE PROPOSED CHANGE OF AUDITORS FROM MESSRS CLA GLOBAL TS PUBLIC ACCOUNTING CORPORATION TO MESSRS BAKER TILLY TFW LLP

That:

- (a) Messrs Baker Tilly TFW LLP having consented to act, be and are hereby appointed as the Auditors, to hold office until the conclusion of the next AGM for a fee and on such terms as may be agreed by the Directors with Messrs Baker Tilly TFW LLP; and
- (b) the Directors or any one of them be and are hereby authorised to take such steps, approve all matters, implement, execute, perfect or give effect to complete and do all such acts and things (including to approve, modify, ratify, sign, seal, execute and deliver all such documents as may be required) as they or he may consider expedient, desirable, necessary or in the interests of the Company to give effect to the Proposed Change of Auditors and/or this Ordinary Resolution.

SPECIAL RESOLUTION: THE PROPOSED AMENDMENTS TO THE CONSTITUTION

That:

- (a) the Constitution of the Company be and is hereby amended in the manner described in the Appendix B to the Circular; and
- (b) the Directors or any one of them be and are hereby authorised to take such steps, approve all matters, implement, execute, perfect or give effect to complete and do all such acts and things (including to approve, modify, ratify, sign, seal, execute and deliver all such documents as may be required) as they or he may consider expedient, desirable, necessary or in the interests of the Company to give effect to the Proposed Amendments to the Constitution and/or this Special Resolution

By Order of the Board
Shirley Tan Sey Liy
Company Secretary

28 May 2026

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Explanatory notes to the ordinary resolution:

In compliance with Rule 712(3) of the Catalist Rules:

- (a) Messrs CLA Global TS Public Accounting Corporation have confirmed that they are not aware of any professional reasons why Messrs Baker Tilly TFW LLP should not accept appointment as the Auditors;
- (b) The Company confirms that there were no disagreements with Messrs CLA Global TS Public Accounting Corporation on accounting treatments within the last 12 months;
- (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;
- (d) The specific reasons for the Proposed Change of Auditors are as set out in paragraphs 2.1.1 and 2.1.2 of the Circular; and
- (e) The Company confirms that the Company and Singapore incorporated subsidiaries are audited by Messrs Baker Tilly TFW LLP. Thailand concession (joint operation investment) is audited by existing Thailand component auditor and their accounts will be reviewed by Messrs Baker Tilly TFW LLP (as part of the Group audit instruction). It is in compliance with Rules 712 and 715 of the Catalist Rules in connection with the appointment of Messrs Baker Tilly TFW LLP as the Auditors.

Notes:

- 1) A member of the Company entitled to attend, speak and vote at the EGM (otherwise than a relevant intermediary “**Relevant Intermediary**”) is entitled to appoint not more than two (2) proxies to attend, speak and vote in his/her/its stead at the EGM. Where such member’s Proxy Form appoints two (2) proxies, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy. If no such proportion or number is specified, the first named proxy may be treated as representing 100% of the shareholding and any second proxy as an alternate to the first named.
- 2) A member who is a Relevant Intermediary is entitled to appoint more than two (2) proxies to exercise all or any of his/her rights to attend, speak and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him/her (which number and class of shares shall be specified in the Proxy Form).

“**Relevant intermediary**” has the meaning ascribed to it in Section 181(6) of the Companies Act 1967 of Singapore

- 3) A member of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. The appointment of proxy must be executed under common seal or under the hand of its duly authorised officer or attorney.
- 4) Members of the Company (including Supplementary Retirement Scheme investors (“SRS Investors”) and Central Provident Fund Investment Scheme Investors (“CPF Investors”)) may participate in the EGM by:
 - a) attending the EGM in person;
 - b) submitting questions in advance of the EGM or raising questions at the EGM; and/or
 - c) voting at the EGM (i) themselves personally; or (ii) through their duly appointed proxy(ies),
- 5) A proxy need not be a member of the Company.
- 6) A member can appoint the Chairman of the Meeting as his/her/its proxy, but this is not mandatory. The Chairman of the Meeting, as proxy, need not be a member of the Company.

If a member wishes to appoint the Chairman of the Meeting as proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on, each resolution in the Proxy Form appointing the Chairman of the Meeting as proxy. If no specific direction as to voting is given, the Chairman will vote or abstain from voting at his/her/their discretion.

- 7) 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 to the Company by 10.00 a.m. on 9 June 2026, being at least seven (7) working days before the EGM.
- 8) The instrument appointing the proxy that has been executed by a member with the power of attorney or other authority (if any) under which it is signed, or a notarial certified copy must be submitted to the Company by 10.00 a.m. on 17 June 2026 (being not less than 48 hours before the time appointed for holding the EGM) through any one of the following means:
 - (i) by posting a physical copy at the office of the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632 or
 - (ii) by sending a scanned PDF copy by email to enquiries@capallianzhholdings.com.

A member who wishes to submit an instrument of proxy must 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.

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- 9) The Proxy Form must be under the hand of the appointer or of his attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed under its common seal or signed on its behalf by an officer or attorney duly authorised in writing, failing which the Proxy Form may be treated as invalid.
- 10) The Company shall be entitled to reject the Proxy Form 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 Proxy Form.
- 11) Completion and return of the Proxy Form shall not preclude a member from attending, speaking and voting at the EGM if he/she so wishes. Any appointment of the proxy(ies) for the EGM shall be deemed to be revoked if the member attends the EGM in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the Proxy Form to the EGM.
- 12) A depositor shall not be regarded as a member of the Company entitled to attend, speak and vote at the EGM unless his/her name appears on the Depository Register not less than seventy-two (72) hours before the time fixed for the EGM.
- 13) Members can submit substantial and relevant questions related to the resolution to be tabled for approval at the EGM, at the EGM itself. Members can also submit substantial and relevant questions related to the resolutions to be tabled for approval at the EGM in advance of the EGM by email to enquiries@capallianzhholdings.com by 10.00 a.m. on 10 June 2026 (“**Cut-Off Time**”).
- 14) Members who submit questions in advance of the EGM should provide their full name, address, contact number, email, shareholding type and number of shares held in the Company and the manner of which they hold such shares for verification purposes.
- 15) The Company will endeavour to address the substantial and relevant questions related to the resolutions to be tabled for approval at the EGM received from members before or at the EGM. Responses to substantial and relevant questions received from members by the Cut-Off Time will be published on the SGXNet at the URL <https://www.sgx.com/securities/company-announcements> and the Company’s corporate website at the URL <https://www.capallianzhholdings.com> by 15 June 2026. The Company will address any subsequent clarifications sought, or substantial and relevant follow-up questions (which are related to the resolutions to be tabled for approval at the EGM) received after the Cut-Off Time which have not already been addressed prior to the EGM, as well as those substantial and relevant questions received at the EGM, at the EGM itself. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.
- 16) Persons who hold shares of the Company through relevant intermediaries (pursuant to Section 181(1C) read with Section 181(6) of the Companies Act), such as SRS Investors and CPF Investors, should approach their respective agents, such as SRS Operators and CPF Agent Banks, sufficiently in advance so that their respective agents may submit their substantial and relevant questions related to the resolutions to be tabled for approval at the EGM by the Cut-Off Time and have their substantial and relevant questions addressed.
- 17) The Company will publish the minutes of the EGM (together with the responses to the substantial and relevant questions received from shareholders during the EGM, if any) on the SGXNet at the URL <https://www.sgx.com/securities/company-announcements> and the Company’s corporate website at the URL <https://www.capallianzhholdings.com> within one (1) month after the date of the EGM.

*A Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act 1970 of Singapore 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;
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 of Singapore and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953 of Singapore, 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

By submitting a Proxy Form appointing the proxies to vote at the EGM and/or any adjournment thereof, and/or submitting questions relating to the resolution to be tabled for approval at the EGM or the Company’s businesses and operations, a member of the Company consents to the collection, use and disclosure of such member’s personal data by the Company (or its agents or service providers) for the purpose of the processing, administration, analysis and facilitation by the Company (or its agents or service providers) of his/her/its participation in 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, regulations and/or guidelines.