

**EXCELPOINT TECHNOLOGY LTD.**  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 200103280C)

**NOTICE IS HEREBY GIVEN** that the Deferred Extraordinary General Meeting of **Excelpoint Technology Ltd.** (the “**Company**”) will be convened and held by electronic means on Monday, 1 June 2020 at 3.30 p.m. (or immediately after the Deferred Nineteenth Annual General Meeting) (of which there will be a live webcast) for the following purposes:–

All capitalised terms in the Resolutions below and defined in the Circular dated 26 March 2020 to the shareholders of the Company (the “**Circular**”) shall, unless otherwise defined herein, have the respective meanings ascribed thereto in the Circular.

**THE PROPOSED RESOLUTIONS**

**ORDINARY RESOLUTION – THE PROPOSED RENEWAL OF THE SHARE BUYBACK MANDATE**

That for the purposes of Sections 76C and 76E of the Singapore Companies Act, Chapter 50 of Singapore, the Directors of the Company be and are hereby authorised to make purchases or otherwise acquire issued shares in the capital of the Company from time to time (whether by way of market purchases or off-market purchases on an equal access scheme) of up to ten per centum (10%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as ascertained as at the date of the passing of this resolution) at the price of up to but not exceeding the Maximum Price (as defined in Section 2.3.4 of the Circular) in accordance with the Terms of the Share Buyback Mandate set out in the Circular, and this mandate shall, unless revoked or varied by the Company in a General Meeting, 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 earlier.

**[See Explanatory Note (i)]**

**(Resolution 1)**

**SPECIAL RESOLUTION – THE ADOPTION OF THE NEW CONSTITUTION**

It is RESOLVED that:–

- (a) the regulations contained in the New Constitution submitted to this meeting and, for the purpose of identification, be approved and adopted as the Constitution of the Company in substitution for, and to the exclusion of, the Existing Constitution;

and

- (b) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he may consider expedient or necessary to give effect to this Special Resolution.

**(Resolution 2)**

**BY ORDER OF THE BOARD**  
Excelpoint Technology Ltd.

Tan Cher Liang  
Wong Yoen Har  
Company Secretaries  
Singapore  
6 May 2020

**Explanatory Note:-**

- (i) The Ordinary Resolution 1 proposed in item 1 above, if passed, will empower the Directors of the Company effective 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 earlier, to repurchase ordinary shares of the Company by way of market purchases or off-market purchases of up to ten per centum (10%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the Maximum Price as defined in the Circular. The rationale for, the authority and limitation on, the sources 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 ordinary shares by the Company pursuant to the Share Buyback Mandate on the audited consolidated financial accounts of the Group for the financial year ended 31 December 2019 are set out in greater detail in Section 2 of the Circular.

**Measures to Minimize Risk of Community Spread of 2019 Novel Coronavirus ("COVID-19")**

On 3 April 2020, the Singapore Government announced the implementation of circuit breaker measures (enhanced safe distancing measures and closure of non-essential workplace premises) to curb the further spread of COVID-19.

The COVID-19 (Temporary Measures) Act 2020 was passed by Parliament on 7 April 2020 and the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 was issued by the Minister for Law on 13 April 2020 which provide, among others, legal certainty to enable issuers to make alternative arrangements to hold general meetings where personal attendance is required under written law or legal instruments (such as a company's constitution). A joint statement was also issued on 13 April 2020 by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and the Singapore Exchange Regulation providing guidance for listed and non-listed entities on the manner in which general meetings are to be conducted during the period when elevated safe distancing measures are in place.

In light of the above developments, the Company is arranging for a live webcast of the Deferred Extraordinary General Meeting proceedings (the "**Live EGM Webcast**") which will take place on Monday, 1 June 2020 at 3.30 p.m. ("**EGM**") (or immediately after the Deferred Nineteenth Annual General Meeting ("**AGM**") in place of the original scheduled physical meeting. The Live EGM Webcast will take place at 15 Changi Business Park Central 1, #06-00 Singapore 486057 instead of the venue provided in the original Notice of EGM. **Shareholders will be able to watch the EGM proceedings through the Live EGM Webcast, and the Company will not accept any physical attendance by shareholders. Any shareholder seeking to attend the EGM physically in person will be turned away.**

Shareholders will be able to participate in the EGM in following manner set out in the paragraphs below.

**Live Webcast:-**

1. Shareholders may watch the EGM proceedings through the Live EGM Webcast. To do so, shareholders will need to register at <https://www.meetings.vision/excelpoint-agm-registration> (the "**Registration Link**") by 3.00 p.m. on 29 May 2020 (the "**Registration Deadline**") to enable the Company to verify their status.
2. Following verification, authenticated shareholders will receive an email by 10.00 a.m. on 31 May 2020 containing a link to access the live audio-visual webcast of the EGM proceedings as well as a toll-free telephone number to access the live audio-only stream of the EGM proceedings.
3. Shareholders must not forward the abovementioned link or telephone number to other persons who are not shareholders of the Company and who are not entitled to attend the EGM. This is also to avoid any technical disruptions or overload to the Live EGM Webcast.
4. Shareholders who register by the Registration Deadline but do not receive an email response by 10.00 a.m. on 31 May 2020 may contact the Company by email to [srs.teamd@boardroomlimited.com](mailto:srs.teamd@boardroomlimited.com).

**Submission of Proxy Forms to Vote:-**

1. Shareholders who wish to vote at the EGM may submit a proxy form to appoint the Chairman of the EGM to cast votes on their behalf.
2. The proxy form (a copy of which is also attached hereto), duly completed and signed, must be submitted by:
  - (a) mail to the Company's appointed polling agent at 456 Alexandra Road #14-02, Fragrance Empire Building, Singapore 119962; or
  - (b) email to [proxyform@trustedservices.com.sg](mailto:proxyform@trustedservices.com.sg),

**by no later than 3.00 p.m. on 29 May 2020, being 72 hours before the time fixed for the AGM.**

3. 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 3.00 p.m. on 19 May 2020) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the EGM to vote on their behalf by the cut-off date.
4. Shareholders who had submitted their proxy forms before the date of this notice and who had indicated how they wish to vote on each resolution, are not required to re-submit the proxy forms but may choose to withdraw their proxy forms by notifying the Company by email to [proxyform@trustedservices.com.sg](mailto:proxyform@trustedservices.com.sg) at least 72 hours before the time for holding the AGM. The Company shall be entitled to, and will, treat any valid proxy forms appointing the Chairman of the EGM or other person(s) as proxy(ies) which was delivered by a shareholder to the Company before the date of this notice as a valid instrument appointing the Chairman of the EGM as the shareholder's proxy to attend, speak and vote at the EGM if: (a) the shareholder had indicated how he/she/it wished to vote for or vote against or abstain from voting on each resolution; and (b) the shareholder has not withdrawn the appointment.

5. Shareholders who did not indicate how they wish to vote on each resolution in the proxy forms that are submitted prior to this notice are advised to re-submit their proxy forms to appoint the Chairman of the EGM as their proxy and specifying their votes for the respective resolutions. Submission by a shareholder of a valid instrument appointing the Chairman of the EGM as proxy at least 72 hours before the time for holding the AGM will supersede any previous instrument appointing a proxy(ies) submitted by that shareholder.
6. **Please note that shareholders will not be able to vote through the live webcast and can only vote with their proxy forms which are required to be submitted in accordance with the foregoing paragraphs.**

**Submission of Questions:–**

1. Shareholders may submit questions relating to the items on the agenda of the EGM via the Registration Link. All questions must be submitted by 3.00 p.m. on 29 May 2020.
2. The Company will endeavour to address the substantial and relevant questions at or before the EGM. The responses to such questions from shareholders, together with the minutes of the EGM, will be posted on the SGXNet and the Company's website within one month after the date of the EGM.

**Note:–**

1. The instrument appointing a proxy or proxies must either be (a) deposited at the Company's appointed polling agent at 456 Alexandra Road #14-02, Fragrance Empire Building, Singapore 119962; or (b) submitted by email to [proxyform@trustedservices.com.sg](mailto:proxyform@trustedservices.com.sg), not later than 72 hours before the time set for the EGM.

**In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.**

**Personal data privacy:–**

By submitting an instrument 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.

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