
NOTICE OF EXTRAORDINARY GENERAL MEETING

ENVIRO-HUB HOLDINGS LTD.

(Incorporated in the Republic of Singapore)
(Company registration no. 199802709E)

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting of **ENVIRO-HUB HOLDINGS LTD.** (the "**Company**") will be held by way of electronic means on **28 April 2022 at 11.00 a.m.** for the purpose of considering and, if thought fit, passing with or without modifications, the following:

*All capitalised terms used in this Notice of EGM which are not defined herein shall, unless the context otherwise requires, have the same meanings ascribed to them in the circular issued by the Company to the Shareholders dated 6 April 2022 (the "**Circular**").*

ORDINARY RESOLUTION 1: THE PROPOSED TERMINATION OF THE ENVIRO-HUB SHARE AWARD SCHEME 2012

THAT:

The Enviro-Hub Share Award Scheme 2012 be and is hereby terminated.

ORDINARY RESOLUTION 2: THE PROPOSED ADOPTION OF THE ENVIRO-HUB SHARE AWARD SCHEME 2022

THAT:

- (a) a new share scheme to be known as the "Enviro-Hub Share Award Scheme 2022" (the "**2022 Scheme**"), the details and a summary of which are set out in the Circular, under which share awards (the "**Share Awards**") of fully-paid ordinary shares in the capital of the Company (the "**Shares**") will be delivered free of charge, to selected employees of the Company, including directors of the Company (the "**Directors**"), and other selected participants, be and is hereby approved;
- (b) the Directors of the Company be and are hereby authorised:
 - (i) to establish and administer the 2022 Scheme;
 - (ii) to modify and/or amend the 2022 Scheme from time to time provided that such modification and/or amendment is effected in accordance with the provisions of the 2022 Scheme and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the 2022 Scheme;
 - (iii) in accordance with section 161 of the Companies Act 1967 of Singapore (the "**Act**"), to offer and grant Share Awards in accordance with the provisions of the 2022 Scheme and (notwithstanding the authority conferred by this resolution may have ceased to be in force) to allot and issue from time to time such number of fully-paid new Shares as may be required to be issued pursuant to the vesting of the Share Awards under the 2022 Scheme provided always that the aggregate number of Shares (comprising new Shares and/or treasury Shares) to be delivered pursuant to the 2022 Scheme, when added to the number of new Shares issued and issuable and the number of treasury Shares delivered in respect of all other share schemes of the Company (if any), shall not exceed fifteen per cent. (15%) of the total issued share capital of the Company (excluding treasury Shares) from time to time, and provided also that, subject to such adjustments as may be made to the 2022 Scheme as a result of any variation in the capital structure of the Company, and that such authority 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 the earlier;
 - (iv) subject to the same being allowed by law, to apply any Share purchased or acquired under any share purchase mandate and to deliver such existing Shares (including any treasury shares) towards the satisfaction of the Share Awards granted under the 2022 Scheme; and
 - (v) to complete and do all such acts and things (including executing such documents as may be required) as they may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and authorised by this resolution.

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ORDINARY RESOLUTION 3: PROPOSED PARTICIPATION OF CONTROLLING SHAREHOLDER

THAT subject to and contingent upon the passing of Ordinary Resolution 1 above, approval be and is hereby given for the participation in the 2022 Scheme by Mr. Raymond Ng Ah Hua, a Controlling Shareholder (as defined below) on the following terms:

- (a) Proposed Date of Grant: Any time no later than three (3) months from the adoption of the 2022 Scheme
- (b) Number of Shares granted pursuant to the Share Awards: 22,994,930 Shares to Mr. Raymond Ng Ah Hua
- (c) Vesting Period: Pursuant to the rules of the 2022 Scheme, the vesting period for the Share Awards will be decided by the Scheme Committee on a case-by-case basis, in its absolute discretion,

and approval and authority is hereby granted to the Scheme Committee to determine and prescribe the performance target(s), the performance period during which the prescribed performance target(s) are to be attained or fulfilled and the vesting period in relation to the grant of Share Award to Mr. Raymond Ng Ah Hua.

In this notice, "**Controlling Shareholder**" means a person who (a) holds directly or indirectly 15% or more of the total number of issued Shares excluding treasury Shares in the Company. The Singapore Exchange Securities Trading Limited may determine that a person who satisfies this paragraph is not a Controlling Shareholder; or (b) in fact exercises control over the Company.

Shareholders should note that the approval of Ordinary Resolutions 1 and 3 is conditional upon the approval of Ordinary Resolution 2. As such, if Ordinary Resolution 2 is not carried, Ordinary Resolutions 1 and 3 will not be carried.

SPECIAL RESOLUTION 1: PROPOSED AMENDMENTS TO THE CONSTITUTION OF THE COMPANY

THAT:

- (a) the regulations contained in the New Constitution of the Company as set out in Appendix B to the Circular be and are hereby 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 each 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 may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this resolution.

BY ORDER OF THE BOARD
ENVIRO-HUB HOLDINGS LTD.

Joanna Lim Lan Sim
Company Secretary

6 April 2022
Singapore

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Important notes on the Extraordinary General Meeting (“EGM”) to be held by electronic means:

(A) Pre-Registration

1. The EGM is being convened, and will be held, 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 (the “**Alternative Arrangements Order**”).
2. In line with the Alternative Arrangements Order, members will not be able to attend the EGM in person. Members will be able to watch the proceedings of the EGM through a “live” webcast via their mobile phones, tablets or computers or listen to these proceedings through a “live” audio feed via telephone. In order to do so, members who wish to watch the “live” webcast or listen to the “live” audio feed must pre-register by **11 a.m. on 26 April 2022**, via email to info@enviro-hub.com. Following authentication of their status as members, authenticated members will receive email instructions on how to access the webcast and audio feed of the proceedings of the EGM by **27 April 2022**. Members who do not receive an email by **5 p.m. on 27 April 2022** should contact the Company at the following email address: info@enviro-hub.com.

(B) Submission of Questions

3. Members who pre-register to watch the “live” webcast or listen to the “live” audio feed may also submit questions relating to the resolutions to be tabled for approval at the EGM. Please note that members will not be able to ask questions at the EGM “live” during the webcast and the audio feed.

All questions by must be submitted by **no later than 11 a.m. on 16 April 2022** to the Company:

- (a) **via email** to: info@enviro-hub.com; or
- (b) **via post**, to the Company’s registered address at 3 Gul Crescent, Singapore 629519.

For verification purpose, when submitting any questions via email, members **MUST** provide the Company with their particulars (comprising full name (for individuals) / company name (for corporations), email address, contact number, NRIC / passport number / company registration number, shareholding type and number of shares held).

The Company will endeavour to address the substantial queries from members prior to, or at the EGM and upload the Company’s responses on the SGXNet at the URL <https://www.sgx.com/securities/company-announcements>. The minutes of the EGM, which including responses to substantial queries from the Members which are addressed during the EGM, shall thereafter be published on SGXNet at the URL <https://www.sgx.com/securities/company-announcements> and the Company’s corporate website at <http://www.enviro-hub.com/>, within one (1) month from the conclusion of the EGM.

Investors who hold shares through relevant intermediaries as defined in section 181 of the Companies Act, 1967, including SRS Investors, can submit their questions in relation to any resolution set out in the Notice of EGM upon pre-registration, however, they should, in addition to pre-registering, approach their respective agents **at least seven (7) working days before the EGM**, so that the necessary arrangements can be made by the relevant agents for their participation in the EGM.

(C) Submission of Proxy Form

4. A member will not be able to attend the EGM in person. Members (whether individuals or corporations) who wish to exercise their voting rights at the EGM must appoint the Chairman of the EGM as their proxy to attend, speak and vote on their behalf at the EGM. In appointing the Chairman of the EGM as proxy, members (whether individuals or corporations) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid.
5. The Chairman of the EGM, as proxy, need not be a member of the Company.
6. The instrument appointing the Chairman of the EGM as proxy must be submitted to the Company in the following manner:
 - (a) **via email** to: info@enviro-hub.com; or

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(b) **via post**, to the Company's registered address at 3 Gul Crescent, Singapore 629519,

in either case, not less than 48 hours before the time for holding the EGM and at any adjournment thereof.

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.

Investors who hold shares through relevant intermediaries as defined in section 181 of the Companies Act, 1967 including SRS investors, and wish to appoint the Chairman of the EGM as proxy, should approach their respective agents to submit their votes by **18 April 2022** 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 **11.00 a.m. on 26 April 2022**.

7. The Circular in relation to the Proposed Transactions has been made available on SGXNet at the URL <https://www.sgx.com/securities/company-announcements> or the Company's corporate website at <http://www.enviro-hub.com/>.
8. The instrument appointing the Chairman of the EGM as proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing the Chairman of the EGM as proxy is executed by a corporation, it must be either under its common seal or signed on its behalf by a duly authorised officer or attorney.
9. Where an instrument appointing the Chairman of the EGM as proxy is signed on behalf of the appointor by an attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be attached to the instrument of proxy, failing which the instrument may be treated as invalid.
10. The Company shall be entitled to reject the instrument appointing the Chairman of the EGM as proxy if it is incomplete, improperly completed, 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 EGM as proxy (such as in the case where the appointor submits more than one instrument of proxy).
11. In the case of shares entered in the Depository Register, the Company may reject an instrument of proxy if the member, being the appointor, is not shown to have shares entered against his/her/its name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the meeting, as certified by The Central Depository (Pte) Limited to the Company.

IMPORTANT REMINDERS

Due to the constantly evolving COVID-19 situation, the Company may be required to change its EGM arrangements at short notice. Members are advised to regularly check the Company's corporate website or announcements released on SGXNet for updates on the EGM. Further, in view of COVID-19, members are strongly encouraged to submit completed Proxy Forms electronically via email.

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 shareholder of the Company (i) consents to the collection, use and disclosure of the shareholder'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 guideline (collectively, the "**Purposes**"), (ii) warrants that where the shareholder discloses the personal data of the shareholder's proxy(ies) and/or representative(s) to the Company (or its agents), the shareholder 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 shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.