S i2i LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 199304568R)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (the "**EGM**") of S i2i Limited (the "**Company**") will be held at 10 Eunos Road 8, 5th Floor Auditorium, Singapore Post Centre, Singapore 408600 on 29 April 2016 at 4.30 p.m. (or as soon thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 3.30 p.m. on the same date and at the same place) for the purpose of considering and, if thought fit, passing, with or without any modifications, the following resolution which will be proposed as a Special Resolution:

(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 to shareholders of the Company dated 6 April 2016.)

SPECIAL RESOLUTION:

THE PROPOSED CAPITAL REDUCTION

That, pursuant to Article 55 of the Constitution of the Company and subject to the provisions of Section 78A, read together with Sections 78C to 78F, of the Companies Act (Cap. 50) of Singapore (the "**Companies Act**"):-

(a) the issued and paid-up share capital of the Company be reduced by the sum of approximately S$10 million, and that such reduction be effected by way of a cash distribution to the Shareholders in the sum of S$0.729 for each fully paid-up ordinary share in the capital of the Company held by a Shareholder or on his/her behalf as at a books closure date to be determined by the Directors; and

(b) the Directors and each of them be and are hereby authorised and empowered to do all such acts and things (including executing all such documents as may be required) as they or he may consider expedient or necessary or in the interests of the Company to give effect to the Proposed Capital Reduction, with such modification thereto (if any) as they shall deem fit in the interests of the Company.

BY ORDER OF THE BOARD
S i2i Limited
Mr. Maneesh Tripathi
Executive Director and Group CEO
6 April 2016

Notes:

1. (a) A member of the Company who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend and vote at the EGM.

   (b) A member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member.

   ("relevant intermediary" has the meaning ascribed to it in Section 181(6) of the Companies Act (Cap. 50).)

2. A proxy need not be a member of the Company.

3. The instrument appointing a proxy or proxies must be lodged at the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, not less than 48 hours before the time appointed for the EGM. The completion and return of the Proxy Form by a member will not prevent him from attending and voting in person at the EGM if he so wishes. In such event, the relevant Proxy Form will be deemed to be revoked.

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.