
NOTICE OF EXTRAORDINARY GENERAL MEETING



SITRA HOLDINGS (INTERNATIONAL) LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number 197901237E)

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (the "**EGM**") of Sitra Holdings (International) Limited (the "**Company**") will be convened and held by way of electronic means on Friday, 26 November 2021 at 9.30 a.m. (Singapore time) for the purpose of considering and, if thought fit, passing with or without any modifications, the following Ordinary Resolution:

All capitalised terms used in this notice of EGM which are not defined herein shall have the meanings ascribed to them in the circular to shareholders of the Company dated 11 November 2021 (the "**Circular**") in relation to the Proposed Change of Auditors.

ORDINARY RESOLUTION: THE PROPOSED CHANGE OF AUDITORS

That:

- (i) the appointment of Moore Stephens LLP as Auditors in place of Nexia TS Public Accounting Corporation, with effect from the date of Shareholders' approval of this Ordinary Resolution to hold office until the conclusion of the next AGM at such remuneration and on such terms to be agreed between the Directors and Moore Stephens LLP be and is hereby approved; and
- (ii) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they and/or he/she may consider expedient or necessary or in the interests of the Company to give effect to the Proposed Change of Auditors and/or the transactions authorised by this Ordinary Resolution.

BY ORDER OF THE BOARD

Steven Chew Chiew Siang
Executive Director
11 November 2021

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Notes:

- (1) This extraordinary general meeting (“EGM”) is being convened, and will be held, by way of 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.
- (2) Alternative arrangements relating to attendance at the EGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the EGM in advance of the EGM, addressing of substantial and relevant questions before or at the EGM and voting by appointing the Chairman of the EGM as proxy at the EGM, are set out in this Notice of EGM. Please refer to below for the relevant steps and details for Shareholders to participate at the EGM.
- (3) In view of the current COVID-19 control measures in Singapore, a member will not be able to attend the EGM in person. A member (whether individual or corporate) must appoint the Chairman of the EGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the EGM if such member wishes to exercise his/her/its voting rights at the EGM. The Proxy Form is available on SGXNET.
- (4) The Chairman of the EGM, as proxy, need not be a member of the Company.
- (5) The Proxy Form must be submitted in the following manner:
 - (a) if submitted electronically, be submitted via email to the Company’s Share Registrar, Tricor Barbinder Share Registration Services at sg.is.proxy@sg.tricorglobal.com; or
 - (b) if submitted by post, be deposited at the at the office of the Company’s Share Registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road #11-02 Singapore 068898, in either case, by 9.30 a.m. on 24 November 2021.

A member who wishes to submit a Proxy Form 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.

CPF or SRS Investors who wish to appoint the Chairman of the EGM as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the EGM.

In view of the current COVID-19 situation in Singapore, members are strongly encouraged to submit completed Proxy Forms electronically via email.

- (6) This Circular, the Notice of EGM and Proxy Form (the “Documents”) may be accessed on the SGX’s website at the URL <https://www.sgx.com/securities/company-announcements>. Physical copies of these Documents will NOT be despatched to shareholders.

Personal Data Privacy:

By submitting the Proxy Form appointing the Chairman of the EGM as proxy to vote at the EGM and/or any adjournment thereof, a Shareholder consents to the collection, use and disclosure of the Shareholder’s personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the EGM as

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proxy for the EGM and/or any adjournment thereof, and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM and/or any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.

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ADDITIONAL INFORMATION ON EXTRAORDINARY GENERAL MEETING ON FRIDAY, 26 NOVEMBER 2021 (“EGM”) TO BE HELD BY WAY OF ELECTRONIC MEANS

1. **Background.** The Board of Directors (the “**Board**”) of Sitra Holdings (International) Limited (the “**Company**”) refers to:
 - (a) the COVID-19 (Temporary Measures) Act 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, inter alia, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means;
 - (b) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Order**”) which sets out the alternative arrangements in respect of, inter alia, general meetings of companies;
 - (c) the joint statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation of 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020 and 1 October 2020) which provides guidance on the conduct of general meetings amid the evolving COVID-19 situation during the period from 27 March 2020 to 30 June 2021; and
 - (d) The extension of the Order announced by the Ministry of Law (“**MinLaw**”) on 6 April 2021 which allows entities to conduct general meetings via electronic means, beyond 30 June 2021 and will continue in force until revoked or amended by MinLaw (the “**Extended Order**”).
2. **Date, time and conduct of EGM.** The Company wishes to announce that pursuant to the Extended Order, the EGM will be convened and held on 9.30 a.m. on Friday, 26 November 2021. (Singapore time) by way of electronic means to transact the business set out in the Notice of EGM.

The Company’s Non-Executive Chairman, Mr. Chew Hua Seng, will conduct the proceedings of the EGM. Substantial and relevant questions that are submitted by shareholders in advance will be addressed at the EGM or through an SGXNet announcement to be released before the EGM.

2. **Notice of EGM and Proxy Form.** The Notice of EGM and Proxy Form may be accessed on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
4. **No personal attendance at EGM.** As the EGM will be held by way of electronic means, shareholders will not be able to attend the EGM in person.
5. **Pre-Registration.** Shareholders who wish to attend the EGM via live audio-visual webcast or live audio only stream, must pre-register at the pre-registration website at <https://globalmeeting.bigbangdesign.co/sitra/> by 9.30 a.m. on Wednesday, 24 November 2021 (“**Registration Cut-Off Date**”) to enable the Company to verify their status as shareholders.

Following the verification, authenticated shareholders will receive a confirmation email by 25 November 2021 which will contain login details to access the live audio-visual webcast or a toll-free number with details to access the live audio-only stream of the EGM proceedings.

Shareholders should not disclose such login details to persons who are not entitled to attend the EGM.

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Shareholders who do not receive the confirmation email by 5.00 p.m. on 25 November 2021, but have registered by the 24 November 2021 deadline should contact our webcast service provider by email at webcast@bigbangdesign.co for assistance.

Persons who hold shares through relevant intermediaries, including CPF and SRS investors, and who wish to participate in the EGM should approach their respective relevant intermediaries at least seven (7) working days before the EGM in order for necessary arrangements to be made for their participation in the EGM.

6. **Submission of Proxy Form.** In view of the current Covid-19 control measures in Singapore, the EGM will be held by electronic means and a member will not be able to attend the EGM in person. A member (whether individual or corporate) must appoint the Chairman of the EGM as his/her/its proxy to attend, speak and vote on his/her/ its behalf at the EGM if such member wishes to exercise his/her/its voting rights at the EGM. The Chairman of the EGM, as proxy, need not be a member of the Company. The Proxy Form is available on SGXNET. A member must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, failing which the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid. The Proxy Form must be submitted in the following manner:

- (a) if submitted electronically, be submitted via email to the office of the Company's Share Registrar, Tricor Barbinder Share Registration Services at sg.is.proxy@sg.tricorglobal.com or
- (b) if submitted by post, be deposited at the at the office of the Company's Share Registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road #11-02 Singapore 068898,

in either case, by 9.30 a.m. on 24 November 2021.

A member who wishes to submit a Proxy Form 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.

Investors who hold shares through relevant intermediaries as defined in section 181 of the Companies Act, including CPF/SRS Investors who wish to appoint the Chairman of the EGM as proxy, should approach their respective agents to submit their votes by **16 November 2021** (at least seven (7) working days before the EGM) 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 9.30 a.m. on 24 November 2021**.

7. **Submission of Questions In Advance.** Shareholders can submit their questions related to the resolutions to be tabled at the EGM to the Chairman of the EGM, in advance of the EGM, via the pre-registration URL: <https://globalmeeting.bigbangdesign.co/sitra/> or by mail to sg.is.proxy@sg.tricorglobal.com or by post to the company's Share Registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road #11-02, Singapore 068898.

When sending in your questions by post or by email, please also provide the following details:

- a. your full name;
- b. contact number;
- c. address;
- d. NRIC, passport number or company registration number;
- e. number of shares held; and

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f. the manner in which you hold shares in the Company (e.g. via CDP, CPF or SRS).

All questions must be submitted by 9.30 a.m. on Wednesday, 24 November 2021. Shareholders will not be able to ask questions at the EGM live during the webcast or audio-stream.

The Company will endeavour to address all substantial and relevant questions related to the resolutions to be tabled for approval before or at the EGM. A summary of the questions and responses will be published on SGXNET.

8. **Important reminder.** Due to the constantly evolving COVID-19 situation in Singapore, the Company may be required to make further changes to its arrangements for the EGM at short notice. Shareholders should check SGXNet for the latest updates on the status of the EGM.

The Company would like to thank all Shareholders for their patience and co-operation in enabling the Company to hold its EGM with the optimum safe distancing measures amidst the current COVID-19 pandemic.