



## DRAGON GROUP INTERNATIONAL LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No. 199306761C)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an **EXTRAORDINARY GENERAL MEETING** ("EGM") of Dragon Group International Limited (the "**Company**") will be held at 25 Kallang Avenue, #06-01 Kallang Basin Industrial Estate, Singapore 339416 on 8 February 2018 at 3.00 p.m. for the purpose of considering and, if thought fit, passing with or without any modifications the following Ordinary Resolution:

All capitalised terms in the Ordinary Resolution and defined in the Circular shall, unless otherwise defined in this Notice, bear the respective meanings ascribed thereto in the Circular.

#### ORDINARY RESOLUTION:

**THE PROPOSED DILUTION OF THE COMPANY'S SHAREHOLDING INTEREST IN EOCELL LIMITED, A PRINCIPAL SUBSIDIARY OF THE COMPANY, FROM 93% TO 40% PURSUANT TO THE PROPOSED ALLOTMENT AND ISSUANCE OF NEW SHARES IN EOCELL LIMITED TO ZHUHAI YINLONG ENERGY CO., LIMITED AND SPUTNIK ENERGY LTD, RESULTING IN EOCELL LIMITED CEASING TO BE A SUBSIDIARY OF THE COMPANY**

That:

Approval be and is hereby given for a dilution of the Company's shareholding interest in EoCell Limited from 93% to 40% following completion of the Proposed Subscriptions, resulting in EoCell Limited ceasing to be a subsidiary of the Company, and any director of the Company be and is hereby authorised to complete and to do all things as he may consider necessary, desirable or expedient to give effect to the matters referred to herein.

By Order of the Board

**Timothy Lim Boon Liat**

Group Administrative Officer and Executive Director  
Singapore

**24 January 2018**

#### Notes:

1. A Shareholder entitled to attend and vote at the EGM may appoint not more than two (2) proxies to attend and vote in his/her stead. A Shareholder which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a Shareholder.
2. If a proxy is to be appointed, the instrument appointing a proxy must be duly deposited at the office of the Company at **25 Kallang Avenue, #06-01 Kallang Basin Industrial Estate, Singapore 339416** not later than 48 hours before the time appointed for the holding of the EGM and/or any adjournment thereof.
3. The instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised.
4. Pursuant to Section 181 of the Companies Act, Chapter 50 of Singapore, any member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend and vote at the EGM. Relevant intermediary is either:
  - (a) a banking corporation licensed under the Banking Act, Chapter 19 of Singapore or its wholly-owned subsidiary which provides nominee services and 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, Chapter 289 of Singapore and who holds shares in that capacity; or
  - (c) the Central Provident Fund ("**CPF**") Board established by the Central Provident Fund Act, Chapter 36 of Singapore ("**CPF Act**"), in respect of shares purchased under the subsidiary legislation made under that CPF Act providing for the making of investments from the contributions and interest standing to the credit of members of the CPF, if the CPF Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
5. A Depositor's name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time fixed for holding the EGM in order for the Depositor to be entitled to attend and vote at the EGM.

#### 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 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 guidelines (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.