



HAI LECK HOLDINGS LIMITED
(Company Registration No. 199804461D)
(Incorporated in the Republic of Singapore)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“AGM” or “Meeting”) of Hai Leck Holdings Limited (the “Company”) will be held at 47 Tuas View Circuit, Singapore 637357 on Friday, 21 October 2022 at 10.00 a.m. (Singapore time) for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and the Audited Financial Statements of the Company and the Group for the financial year ended 30 June 2022 together with the Auditor’s Report thereon. **(Resolution 1)**

2. To declare a final dividend of 2.00 Singapore cents (S\$0.02) per ordinary share (one-tier, tax-exempt) for the financial year ended 30 June 2022. **(Resolution 2)**

3. To re-elect the following Directors who will be retiring pursuant to Regulation 93 of the Constitution of the Company and who being eligible, offer themselves for re-election as Directors of the Company:
 - (i) Mr Cheng Buck Poh @ Chng Bok Poh **(Resolution 3)**
[See Explanatory Note (i)]
 - (ii) Mr Chua Keng Woon **(Resolution 4)**
[See Explanatory Note (ii)]

4. To approve the payment of Directors’ fees amounting to S\$125,000 for the financial year ending 30 June 2023 to be paid quarterly in arrears (FY2022: S\$125,000). **(Resolution 5)**

5. To appoint Messrs Baker Tilly TFW LLP as the Auditors of the Company in place of Messrs Ernst & Young LLP, to hold office until the conclusion of the next AGM of the Company, and that the Directors be authorised to fix their remuneration. [See Explanatory Note (iii)] **(Resolution 6)**

6. To transact any other ordinary business which may properly be transacted at the AGM.

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolution as ordinary resolution, with or without modifications:

7. Authority to Issue Shares

That pursuant to Section 161 of the Companies Act 1967 and Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited (“SGX-ST”), the Directors of the Company be authorised and empowered to:

- (a) (i) issue shares in the Company whether by way of rights, bonus or otherwise; and/or
- (ii) make or grant offers, agreements or options (collectively, “Instruments”) that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors of the Company may in their absolute discretion deem fit; and

- (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares pursuant to any Instruments made or granted by the Directors of the Company while this Resolution was in force,

(the “Share Issue Mandate”)

provided that:

- (1) the aggregate number of shares (including shares to be issued pursuant to the Instruments, made or granted pursuant to this Resolution) and Instruments to be issued pursuant to this Resolution shall not exceed 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares and Instruments to be issued other than on a pro-rata basis to existing shareholders of the Company shall not exceed 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);

- (2) (subject to such calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of shares and Instruments that may be issued under sub-paragraph (1) above, the total number of issued shares and Instruments shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of the passing of this Resolution, after adjusting for:
- (a) new shares arising from the conversion or exercise of the Instruments or any convertible securities;
 - (b) new shares arising from exercising share options or vesting of share awards which are outstanding or subsisting at the time of the passing of this Resolution, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual of the SGX-ST; and
 - (c) any subsequent bonus issue, consolidation or subdivision of shares;

Adjustment in accordance with 7(2)(a) or 7(2)(b) above are only to be made in respect of new share arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of passing of the Share Issue Mandate.

- (3) in exercising the Share Issue Mandate conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution of the Company; and
- (4) unless revoked or varied by the Company in a General Meeting, the Share Issue Mandate shall continue in force (i) until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier or (ii) in the case of shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution, until the issuance of such shares in accordance with the terms of the Instruments.

(Resolution 7)

[See Explanatory Note (iv)]

By Order of the Board

Siau Kuei Lian
Company Secretary

Singapore
5 October 2022

Explanatory Notes:

- (i) Mr Cheng Buck Poh @ Chng Bok Poh will, upon re-election as a Director, remain as Executive Chairman and Chief Executive Officer of the Company. Please refer to Table A of the Corporate Governance Report from page 39 to page 40 of the Annual Report 2022 for the detailed information required pursuant to Rule 720(6) of the Listing Manual of the SGX-ST.
- (ii) Mr Chua Keng Woon will, upon re-election as a Director, remain as a Non-Executive and Independent Director of the Company, Chairman of the Nominating Committee and a member of the Remuneration Committee and Audit Committee. The Board considers Mr Chua Keng Woon to be independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST. Please refer to Table A of the Corporate Governance Report from page 39 to page 40 of the Annual Report 2022 for the detailed information required pursuant to Rule 720(6) of the Listing Manual of the SGX-ST.
- (iii) Ordinary Resolution 6 in item 5 above, relates to the appointment of Messrs Baker Tilly TFW LLP as the Auditors of the Company, in place of the retiring Auditors, Messrs Ernst & Young LLP, and to hold office until the conclusion of the next AGM of the Company.

In accordance with Rules 712 and 715 of the Listing Manual of the SGX-ST:

- (a) There were no disagreements with Messrs Ernst & Young LLP on accounting treatments within the last twelve (12) months;
- (b) Messrs Ernst & Young LLP has confirmed by way of a letter dated 22 September 2022 that they are not aware of any professional reasons why Messrs Baker Tilly TFW LLP, being the successor Auditors, should not accept appointment as Auditors;
- (c) The Company is not aware of any circumstances connected with the proposed change of Auditors that should be brought to the attention of the shareholders of the Company; and
- (d) The change of Auditors has been proposed as part of corporate governance initiatives and management of overall business costs amidst challenging business climate.

For further information in relation to the proposed change of Auditors, please refer to the Letter to Shareholders dated 5 October 2022 which is published on the SGXNet together with the Company's annual report for the financial year ended 30 June 2022.

- (iv) Ordinary Resolution 7 in item 7 above, if passed, will empower the Directors of the Company from the date of this AGM until the date of the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue shares, make or grant Instruments convertible into shares and to issue shares pursuant to such Instruments, up to a number not exceeding, in total, 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, of which up to 20% may be issued other than on a pro-rata basis to existing shareholders of the Company.

For determining the aggregate number of shares that may be issued, the percentage of issued shares in the capital of the Company will be calculated based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time this Ordinary Resolution is passed after adjusting for new shares arising from the conversion or exercise of the Instruments or any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time when this Ordinary Resolution is passed and any subsequent bonus issue, consolidation or subdivision of shares.

Notes:

1. A member of the Company (other than a Relevant Intermediary as defined in Section 181 of the Companies Act 1967*), entitled to attend and vote at the AGM is entitled to appoint not more than two (2) proxies to attend and vote in his/her stead. A proxy need not be a member of the Company.
2. A Relevant Intermediary may appoint more than two (2) proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him (which number and class of shares should be specified).
3. Where a member appoints more than one proxy, the member must specify the proportion of shareholdings to be represented by each proxy in the proxy form. If no such proportion or number is specified, the proxy whose name appears first shall be deemed to carry 100 per cent of the shareholdings of his/her appointor and the proxy whose name appears after shall be deemed to be appointed in the alternate.
4. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the instrument appointing a proxy or proxies is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument, failing which the instrument may be treated as invalid.
5. An investor who holds shares under the Central Provident Fund Investment Scheme ("CPF Investor") and/or the Supplementary Retirement Scheme ("SRS Investor") (as may be applicable) may attend and cast his vote(s) at the Meeting in person. CPF and SRS Investors who are unable to attend the Meeting but would like to vote, may inform their CPF and/or SRS Approved Nominees to appoint the Chairman of the Meeting to act as their proxy, in which case, the CPF and SRS Investors shall be precluded from attending the Meeting.
6. The instrument appointing a proxy or proxies must be submitted through any one of the following manners:
 - a) By depositing at the Registered Office of the Company at 47 Tuas View Circuit, Singapore 637357; or
 - b) By sending a scanned PDF copy via email to agm@haileck.comin each case, not less than seventy-two (72) hours before the time appointed for the AGM.

Submission of Questions Prior to the AGM

7. Shareholders may submit questions related to the resolutions to be tabled at the AGM via email to agm@haileck.com or by post to 47 Tuas View Circuit, Singapore 637357. Questions must be submitted no later than 10.00 a.m. on 12 October 2022 so that relevant and substantial queries may be addressed during the AGM proceedings. The responses would be published on SGXNet and, if available, the Company's corporate website on 14 October 2022.
8. Any relevant and subsequent queries received after 10.00 a.m. on 12 October 2022 will be addressed at the AGM through the publication of the minutes of the AGM on SGXNet and the Company's corporate website.

* A Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act 1970 of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 of Singapore and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953 of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM 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 or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) of proxy(ies) and representative(s) appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance list, proxy lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) 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 or service providers), 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 or service providers) 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.

NOTICE OF RECORD DATE AND DIVIDEND PAYMENT DATE

NOTICE IS HEREBY GIVEN that the Share Transfer Books and Register of Members of Hai Leck Holdings Limited (the "Company") will be closed on 2 November 2022 for the purpose of determining the entitlements to the proposed final dividend of 2.00 Singapore cents (S\$0.02) per ordinary share (one-tier, tax-exempt) for the financial year ended 30 June 2022.

Duly completed registrable transfers received by the Company's Share Registrar, In.Corp Corporate Services Pte. Ltd. of 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712, up to 5.00 p.m. on 2 November 2022 will be registered to determine members' entitlements to the proposed final dividend.

Members whose Securities Account with The Central Depository (Pte) Limited are credited with shares up to 5.00 p.m. on 2 November 2022 will be entitled to the proposed final dividend.

The proposed payment of the final dividend, if approved by the members at the forthcoming AGM to be held on 21 October 2022, will be paid on 18 November 2022.

Please note that transportation to the AGM is available at Boon Lay MRT at 9.00 a.m. Pick-up point is near the UOB taxi stand. Please call (65) 6862 2211 for any enquiries or further details.