UNION GAS HOLDINGS LIMITED

(Company Registration No: 201626970Z)
(Incorporated in the Republic of Singapore)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of **UNION GAS HOLDINGS LIMITED** will be held at 190 Keng Lee Road, Chui Huay Lim Club, Level 4, Function Room 1 & 2, Singapore 308409 on Monday, 23 April 2018 at 9.00 a.m., to transact the following businesses:

ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and the Audited Financial Statements for the financial year ended 31 December 2017 together with the Independent Auditor's Report thereon. **(Resolution 1)**
2. To declare a first and final tax exempt (one-tier) dividend of S$0.01 per ordinary share for the financial year ended 31 December 2017. **(Resolution 2)**
3. To re-elect Mr Teo Kiang Ang retiring pursuant to Article 117 of the Constitution of the Company, and who, being eligible, offered himself for re-election as Director of the Company.
   [See Explanatory Note (i)] **(Resolution 3)**
4. To re-elect the following Directors retiring pursuant to Article 122 of the Constitution of the Company, and who have, being eligible, offered themselves for re-election as Directors of the Company:
   Mr. Loo Hock Leong **(Resolution 4)**
   Mr. Lim Chwee Kim **(Resolution 5)**
   Mr. Heng Chye Kiou **(Resolution 6)**
   [See Explanatory Note (ii)]
   The detailed information of the above mentioned directors as recommended under Guideline 4.7 of the Code of Corporate Governance 2012 can be found under the sections entitled 'Board of Directors' and the "Corporate Governance Report" in the Annual Report.
5. To approve the payment of Directors' fees of S$145,000 for the financial year ended 31 December 2017.
   [See Explanatory Note (iii)] **(Resolution 7)**
6. To approve the Directors' fees of S$145,000 for the financial year ending 31 December 2018, payable half yearly in arrears.
   [See Explanatory Note (iii)] **(Resolution 8)**
7. To re-appoint RSM Chio Lim LLP as the Auditor of the Company and to authorise the Directors to fix their remuneration. **(Resolution 9)**
8. To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without any modifications:

9. Authority to allot and issue shares

   That pursuant to Section 161 of the Singapore Companies Act, Cap. 50 and Rule 806 of Section B of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual: Rules of Catalist (the "Catalist Rules"), the Directors of the Company be authorised and empowered to:

   (a) (i) allot and issue shares in the capital of the Company ("shares") 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 in pursuance of any Instruments made or granted by the Directors of the Company while this Resolution was in force,

   provided that:

   (1) the aggregate number of shares (including shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed one hundred per centum (100%) 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 to be issued other than on a pro rata basis to shareholders of the Company (including shares to be issued in pursuance of the Instruments made or granted pursuant to this Resolution) shall not exceed fifty per centum (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);
   (2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company 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 this Resolution is passed, after adjusting for:
      (a) new shares arising from the conversion or exercise of any convertible securities;
      (b) new shares arising from the exercising of share options or vesting of share awards which are outstanding or subsisting at the time of the passing of this Resolution, provided the share options or share awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and
      (c) any subsequent bonus issue, consolidation or subdivision of shares;
   (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST), and the Constitution for the time being of the Company; and
   (4) unless revoked or varied by the Company in a general meeting, such authority shall 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 earlier.

   [See Explanatory Note (iv)] **(Resolution 10)**

10. Authority to allot and issue shares under the Union Gas Employee Share Option Scheme (the "Share Option Scheme")

    That pursuant to Section 161 of the Singapore Companies Act, Cap. 50, the Directors of the Company be authorised and empowered to allot and issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the exercise of options under the Share Option Scheme provided always that the aggregate number of new shares to be allotted and issued pursuant to the Share Option Scheme, Union Gas Performance Share Plan, and all options granted under any other share option, share incentive, performance share or restricted share plan implemented by the Company shall not exceed fifteen per centum (15%) of the total number of issued share (excluding treasury shares and subsidiary holdings) in the capital of the Company on the day immediately preceding the date of offer of the employee share options.

    [See Explanatory Note (v)] **(Resolution 11)**

11. Authority to allot and issue shares under the Union Gas Performance Share Plan

    That pursuant to Section 161 of the Singapore Companies Act, Cap. 50, the Directors of the Company be authorised and empowered to grant awards in accordance with the provisions of the Union Gas Performance Share Plan and to allot and issue from time to time, such number of shares in the capital of the Company as may be required to be issued pursuant to the vesting of awards under the Union Gas Performance Share Plan, provided always that the aggregate number of shares issued and issuable pursuant to vesting of awards granted under the Union Gas Performance Share Plan, when added to (i) the number of shares issued and issuable in respect of all awards granted or awarded thereunder; and (ii) all shares issued and issuable in respect of all options granted or awards granted under the Share Option Scheme, all options granted under any other share option, share incentive, performance share or restricted share plan implemented by the Company for the time being in force, shall not exceed fifteen per centum (15%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company on the day preceding the relevant date of the award.

    [See Explanatory Note (vi)] **(Resolution 12)**

12. Proposed Renewal of the existing Shareholders' Mandate for Interested Person Transactions

    That:

    (a) approval be and is hereby given, for the purposes of Chapter 9 of the Catalist Rules ("Chapter 9"), for the Company, its subsidiaries and associated companies that are "entities at risk" (as that term is used in Chapter 9), or any of them, to enter into any of the transactions falling within the types of Mandated Transactions described in the Appendix accompanying the Annual Report (the "Appendix") with any party who is of the class of Mandated Interested Persons described in the Appendix, provided that such transactions are made on normal commercial terms and in accordance with the review procedures for such Mandated Transactions;
    (b) the approval given in sub-paragraph (a) above (the "Shareholders' Mandate") shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company;
    (c) the Audit Committee of the Company be and is hereby authorised to take such action as it deems proper in respect of procedures and/or to modify or implement such procedures as may be necessary to take into consideration any amendments to Chapter 9 of the Catalist Rules which may be prescribed by the SGX-ST from time to time; and
    (d) the Directors of the Company 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 may consider expedient or necessary or in the interests of the Company to give effect to the Shareholders' Mandate and/or this Resolution.

    [See Explanatory Note (vii)] **(Resolution 13)**

By Order of the Board
Kenneth Leong
Company Secretary
Singapore
6 April 2018

EXPLANATORY NOTES:

(i) Mr. Teo Kiang Ang, upon re-election as a Director of the Company, will remain as Non-Executive Chairman.

(ii) Mr. Loo Hock Leong, upon re-election as a Director of the Company, will remain as Lead Independent Director, the Chairman of the Audit Committee, and a member of the Nominating and Remuneration Committees, and the Board of Directors (save for Mr. Loo Hock Leong) considers him independent for the purposes of Rule 704(7) of the Catalist Rules of the SGX-ST.

Mr. Lim Chwee Kim, upon re-election as a Director of the Company, will remain as the Chairman of the Remuneration Committee and a member of the Audit and Nominating Committees, and the Board of Directors (save for Mr. Lim Chwee Kim) considers him independent for the purposes of Rule 704(7) of the Catalist Rules of the SGX-ST.

Mr. Heng Chye Kiou, upon re-election as a Director of the Company, will remain as the Chairman of the Nominating Committee and a member of the Audit and Remuneration Committees, and the Board of Directors (save for Mr. Heng Chye Kiou) considers him independent for the purposes of Rule 704(7) of the Catalist Rules of the SGX-ST.

(iii) Ordinary Resolution 7, if passed, is to approve the payment of Directors' fees for the financial year ended 31 December 2017.

Ordinary Resolution 8, if passed, will facilitate the payment of Directors' fees during the financial year ending 31 December 2018 in which the fees are incurred, which is payable half yearly in arrears.

(iv) The Ordinary Resolution 10 in item 9 above, if passed, will empower the Directors of the Company, effective 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 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, one hundred per centum (100%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company, of which up to fifty per centum (50%) may be issued other than on a pro-rata basis to shareholders.

For determining the aggregate number of shares that may be issued, the total number of issued shares (excluding treasury shares and subsidiary holdings) 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 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.

(v) The Ordinary Resolution 11 in item 10 above, if passed, will empower the Directors to issue shares up to an amount in aggregate not exceeding fifteen per centum (15%) of the issued share capital (excluding treasury shares and subsidiary holdings) of the Company pursuant to the Share Option Scheme which was approved by shareholders on 19 June 2017. This authority is in addition to the general authority to issue shares sought under Ordinary Resolution No. 10.

(vi) The Ordinary Resolution 12 in item 11 above, if passed, will empower the Directors of the Company, effective 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 or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to grant awards under the Union Gas Performance Share Plan in accordance with the provisions of the Union Gas Performance Share Plan and to allot and issue from time to time such number of fully-paid shares as may be required to be issued pursuant to the vesting of the awards under the Union Gas Performance Share Plan which was approved by shareholders on 19 June 2017, subject to the maximum number of shares prescribed under the terms and conditions of the Union Gas Performance Share Plan.

The aggregate number of ordinary shares which may be allotted and issued pursuant to the Union Gas Performance Share Plan and under any other share incentive scheme or share plan adopted by the Company for the time being in force, is limited to fifteen per centum (15%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) on the day preceding the relevant date of the award. This authority is in addition to the general authority to issue shares sought under Ordinary Resolution No. 10.

(vii) The Ordinary Resolution 13 in item 12 above, if passed, will allow the Company, its subsidiaries and associated companies that are "entities at risk" (as that term is used in Chapter 9), or any of them, to enter into any of the transactions falling within the types of Mandated Transactions described in the Appendix. Please refer to the Appendix for more details.

Notes:

1. (a) A member who is not a relevant intermediary is entitled to appoint one or two proxies to attend and vote at the annual general meeting ("Meeting") of the Company.
   (b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend and vote at the Meeting of the Company, 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 of the Act.
2. A proxy need not be a member of the Company.
3. A member of the Company which is a corporation is entitled to appoint its authorised representatives or proxies to vote on his behalf.
4. The instrument appointing a proxy or proxies must be deposited at the Share Registrar's office at 50 Raffles Place #32-01 Singapore Land Tower, Singapore 048623 not less than seventy-two (72) hours before the time appointed for holding the Meeting of the Company.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Meeting 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 Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Meeting (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.

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting ("**EGM**") of **UNION GAS HOLDINGS LIMITED** (the "**Company**") will be held at 190 Keng Lee Road, Chui Huay Lim Club, Level 4, Function Room 1 & 2, Singapore 308409 on 23 April 2018 at 10 a.m. (or as soon thereafter as the annual general meeting (the "**AGM**") of the Company convened on the same day and at the same place at 9 a.m. shall have concluded or shall have been adjourned, as the case may be), for the purpose of considering, and if thought fit, passing with or without modifications, the following resolutions below.

All capitalised terms used in this Notice of EGM which are not defined herein shall have the same meaning ascribed to them in the circular to shareholders of the Company dated 6 April 2018.

ORDINARY RESOLUTIONS:

ORDINARY RESOLUTION 1: The proposed acquisition of the entire issued and paid-up share capital of U-Gas Pte. Ltd. as an interested person transaction with the allotment and issuance of 24,329,430 shares at an issue price of S$0.2647 each and cash of S$2,760,000 as consideration

That:–

(a) approval be and is hereby given for the proposed acquisition of the entire issued and paid-up share capital of U-Gas Pte. Ltd. from Union Energy Corporation Pte. Ltd. ("**UEC**") ("**U-Gas Acquisition**") in accordance with the terms and conditions of the sale and purchase agreement (the "**SPA**");
(b) approval be and is hereby given to the directors of the Company for the time being ("**Directors**") or any of them to allot and issue to UEC, subject to and otherwise in accordance with the terms and conditions of the SPA, 24,329,430 Shares on the date of the completion of the U-Gas Acquisition;
(c) such Shares when issued shall rank *pari passu* in all respects with the then existing shares of the Company, save as may be provided in the terms and conditions of the SPA. The precise terms of the issue of the ordinary shares in the issued share capital of the Company (the "**Shares**") are set out in the SPA. Mr. Teo Kiang Ang ("**Mr. Teo**") and Ms. Teo Soak Theng Alexis ("**Ms. Teo**") and their associates (if any) will abstain from exercising any voting rights on this Ordinary Resolution 1. Such Shares issued shall not be entitled to any proposed dividend for FY2017;
(d) approval be and is hereby given for the U-Gas Acquisition in accordance with the terms and conditions of the SPA, which constitutes an interested person transaction under the Catalist Rules; and
(e) the Directors and any of them be and are hereby authorised and empowered to approve, complete and do all such acts and things (including to approve, modify, ratify, sign, seal, execute and deliver all such documents as may be required) as they or he may consider expedient, desirable or necessary or in the interests of the Company to give effect to the U-Gas Acquisition, this Ordinary Resolution 1 and the transactions contemplated by the U-Gas Acquisition and/or authorised by this Ordinary Resolution 1.

ORDINARY RESOLUTION 2: The proposed asset acquisition from Semgas Supply Pte. Ltd. as an interested person transaction with the allotment and issuance of 4,533,434 shares at an issue price of S$0.2647 each and cash of S$1,200,000 as consideration

That:–

(a) approval be and is hereby given for the proposed acquisition by the Company of the assets from Semgas Supply Pte. Ltd. ("**Semgas Supply**") ("**Asset Acquisition**") in accordance with the terms and conditions of the asset purchase agreement ("**Asset Purchase Agreement**");
(b) approval be and is hereby given to the Directors or any of them to allot and issue to Semgas Supply, subject to and otherwise in accordance with the terms and conditions of the Asset Purchase Agreement, 4,533,434 Shares on the date of the completion of the Asset Acquisition;
(c) such Shares when issued shall rank *pari passu* in all respects with the then existing shares of the Company, save as may be provided in the terms and conditions of the Asset Purchase Agreement. The precise terms of the issue of the Shares are set out in the Asset Purchase Agreement. Mr. Teo and Ms. Teo and their associates (if any) will abstain from exercising any voting rights on this Ordinary Resolution 2. Such Shares issued shall not be entitled to any proposed dividend for FY2017;
(d) approval be and is hereby given for the Asset Acquisition in accordance with the terms and conditions of the Asset Purchase Agreement, which constitutes an interested person transaction under the Catalist Rules; and
(e) the Directors and any of them be and are hereby authorised and empowered to approve, complete and do all such acts and things (including to approve, modify, ratify, sign, seal, execute and deliver all such documents as may be required) as they or he may consider expedient, desirable or necessary or in the interests of the Company to give effect to the Asset Acquisition, this Ordinary Resolution 2 and the transactions contemplated by the Asset Acquisition and/or authorised by this Ordinary Resolution 2.

ORDINARY RESOLUTION 3: The proposed adoption of the new interested person transactions general mandate

THAT:–

(a) approval be and is hereby given, for the purposes of Chapter 9 of the Catalist Rules, in particular for the purposes of Rule 920 of the Catalist Rules in relation to a general mandate from the Shareholders, for the Company, its subsidiaries and associated companies that are considered to be "**entities at risk**" (as that term is used in Chapter 9 of the Catalist Rules), or any of them, to enter into Mandated Transactions, with Mandated Interested Persons, provided that such transactions are made on normal commercial terms and are not prejudicial to the interests of the Company and its minority Shareholders and in accordance with the review procedures for such Mandated Transactions (the "**New IPT General Mandate**");

   For the purposes of this resolution:–
   (i) "Mandated Interested Persons" means Sembas (Asia) Trading Pte. Ltd., Semgas (S) Pte. Ltd., Gasmart Pte. Ltd., United Gas Pte. Ltd. and Choon Hin Gas Supply Pte. Ltd; and
   (ii) "Mandated Transactions" means the transactions with the Mandated Interested Persons which will be covered by the New IPT General Mandate;
(b) the New IPT General Mandate shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next AGM of the Company; and
(c) the Directors and each of them be and is hereby authorised to take such steps, complete and do all such things (including without limitation to execute all such agreements and documents as may be required and to approve any amendments, alterations or modifications to any documents) as they or he may consider necessary, desirable, expedient or in the interests of the Company to give effect to the New IPT General Mandate and/or this Ordinary Resolution 3 as they or he may deem fit.

BY ORDER OF THE BOARD
Leong Chee Meng Kenneth
Company Secretary
6 April 2018

Notes:–

1. A member of the Company entitled to attend and vote at the EGM is entitled to appoint one or two proxies, in any case not more than two proxies, to attend and vote on his behalf. A proxy need not be a member of the Company.
2. Where a member (other than a Relevant Intermediary*) appoints two proxies, he shall specify the proportion of his shareholding to be represented by each proxy in the instrument appointing the proxies.
3. A Relevant Intermediary may appoint more than 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 shall be specified).
   * A Relevant Intermediary is:
   (a) a banking corporation licensed under the Banking Act (Chapter 19) 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;
   (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities Futures Act (Chapter 289) of Singapore and who holds shares in that capacity; or
   (c) the Central Provident Fund Board established by the Central Provident Fund Act (Chapter 36) 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 ("**CPF**"), if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.
4. The completion and return of a Proxy Form by a member does not preclude him from attending and voting in person at the EGM if he so wishes. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the EGM in person and, in such event, the Company reserves the right to refuse to admit any person or persons appointed under the Proxy Form to the EGM.
5. The instrument appointing a proxy or proxies must be deposited at the Share Registrar's office at 50 Raffles Place #32-01 Singapore Land Tower, Singapore 048623, not less than 72 hours before the time appointed for holding the EGM.
6. 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 common seal or under the hand of its attorney or a duly authorised officer.
7. Where an instrument appointing a proxy or proxies is signed by an attorney on behalf of an appointor, the letter or power of attorney or a duly certified copy thereof (failing previous registration with the Company) must be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.
8. A corporation which is a member may authorise by resolution of its directors or other governing body such as it thinks fit to act as its representatives at the EGM, in accordance with section 179 of the Companies Act (Chapter 50) of Singapore.
9. CPF investors and/or the investors of the Supplementary Retirement Scheme ("**SRS Investors**") (as may be applicable) may attend and cast his vote(s) at the EGM in person. CPF and SRS Investors who are unable to attend the EGM but would like to vote, may inform their CPF and/or SRS Approved Nominees to appoint the Chairman of the EGM to act as their proxy, in which case, the CPF and SRS Investors shall be precluded from attending 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 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.

General:

The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the EGM, as certified by CDP to the Company.

*This notice has been prepared by the Company and its contents have been reviewed by the Company's sponsor, CIMB Bank Berhad, Singapore Branch (the "**Sponsor**"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"), this being the SGX-ST Listing Manual Section B: Rules of Catalist. The Sponsor has not independently verified the contents of this notice.*

This notice has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this notice, including the correctness of any of the statements or opinions made or reports contained in this notice.

The contact persons for the Sponsor are Mr Yee Chia Hsing, Head, Catalist, Investment Banking, Singapore and Mr Lee Chee Cheong, Associate Director, Investment Banking, Singapore. The contact particulars are 50 Raffles Place, #09-01, Singapore Land Tower, Singapore 048623, Telephone: (65) 6337 5115.