

LHN LIMITED
(Company Registration No.: 201420225D)
(Incorporated in the Republic of Singapore)
(the “**Company**”)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“**AGM**”) of the Company will be convened and held at 202 Kallang Bahru Singapore 339339, on Friday, 30 January 2026, at 10:00 a.m. to transact the following businesses:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and the Audited Financial Statements for the financial year ended 30 September 2025, together with the Independent Auditor's Report thereon.	Resolution 1
2. To declare a final dividend of 1.0 Singapore cent (S\$0.01) per ordinary share, tax exempt (one-tier) for the financial year ended 30 September 2025.	Resolution 2
3. To declare a special dividend of 2.0 Singapore cents (S\$0.02) per ordinary share, tax exempt (one-tier) for the financial year ended 30 September 2025 (the “ Special Dividend ”).	Resolution 3

*Note: The scrip dividend scheme of the Company will be applicable to the Special Dividend, giving shareholders of the Company the option to receive the Special Dividend in the form of shares in the capital of the Company instead of cash. The scrip dividend scheme is subject to: (1) the approval of the proposed Special Dividend at the forthcoming AGM of the Company; and (2) the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) granting the listing of and permission to deal in the scrip shares to be issued. In the event that the said approvals are not obtained for the scrip dividend scheme, the Special Dividend will be satisfied and paid to the shareholders of the Company in the form of cash only.*

4. To re-elect the following Directors of the Company retiring pursuant to Regulation 99 of the Constitution of the Company, and who have, being eligible, offered themselves for re-election as a Director:	Resolution 4
--	---------------------

Ms. Jess Lim

Resolution 4

Mr. Chan Ka Leung Gary

Resolution 5

The detailed information of the above-mentioned Directors, as required under Rule 720(6) of Section A of the SGX-ST Listing Manual: Rules of Mainboard (the “**Mainboard Rules**”), can be found under the sections entitled “Board of Directors” and the “Corporate Governance Report” in the Annual Report for the financial year ended 30 September 2025.

[See Explanatory Note (i)]

5. To approve the payment of Directors' fees of S\$230,400 for the financial year ending 30 September 2026, payable quarterly in arrears (FY2025: S\$281,797).	Resolution 6
6. To approve the payment of Directors' meeting allowances of S\$9,000 for the financial year ended 30 September 2025.	Resolution 7

[See Explanatory Note (ii)]

7. To re-appoint Messrs PricewaterhouseCoopers LLP as the Independent Auditor of the Company to hold office until the conclusion of the next AGM and to authorise the Directors of the Company to fix their remuneration.	Resolution 8
8. To transact any other ordinary business which may properly be transacted at an AGM.	

AS SPECIAL BUSINESS

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

9. AUTHORITY TO ISSUE SHARES

Resolution 9

That pursuant to Section 161 of the Companies Act 1967 of Singapore (the “**Companies Act**”), Rule 806 of the Mainboard Rules, the Directors of the Company be authorised and empowered to:

- (a) (i) issue shares in the capital of the Company (“**Shares**”) whether by way of rights, scrip dividend, 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 is in force,

provided that:

- (1) the aggregate number of Shares to be allotted and issued pursuant to this Resolution (including Shares to be allotted and issued in pursuance of Instruments made or granted pursuant to this Resolution) does 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 (3) below), of which the aggregate number of Shares to be allotted and issued other than on a pro rata basis to shareholders of the Company (including Shares to be allotted and issued in pursuance of Instruments made or granted pursuant to this Resolution) does 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 (3) below);

- (2) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Companies Act and the Mainboard Rules for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution, for the time being in force, of the Company;

- (3) subject to such 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 percentage of issued Shares 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 any convertible securities;
- (b) new Shares arising from exercising share options or vesting of share awards, provided that the share options or share awards (as the case may be) were granted in compliance with Part VIII of Chapter 8 of the Mainboard Rules; and
- (c) any subsequent bonus issue, consolidation or subdivision of Shares;

and adjustments in accordance with sub-paragraphs 3(a) and 3(b) above are only to be made in respect of new Shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of passing of this Resolution; and

- (4) unless revoked or varied by the Company in a general meeting, such authority shall continue in force until (i) the conclusion of the next AGM of the Company; or (ii) the date by which the next AGM of the Company is required by law or the Constitution to be held, whichever is earlier.

[See Explanatory Note (iii)]

That:

- (a) for the purposes of Sections 76C and 76E of the Companies Act, approval be and is hereby given for the renewal of the Share Buy-Back Mandate; and the Directors of the Company be and are hereby authorised to exercise all the powers of the Company to purchase or otherwise acquire Shares not exceeding in aggregate the Prescribed Limit (as hereinafter defined), at such price(s) as may be determined by the Directors of the Company from time to time up to the Maximum Price (as hereafter defined), whether by way of:
 - (i) on-market purchases (each a “**Market Purchase**”) on the SGX-ST; and/or
 - (ii) off-market purchases (each an “**Off-Market Purchase**”) effected otherwise than on the SGX-ST in accordance with any equal access schemes as may be determined or formulated by the Directors of the Company as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,

provided always such purchases and acquisitions shall be carried out in accordance with all other laws and regulations, including but not limited to, the Company’s Constitution, the provisions of the Companies Act, the Mainboard Rules and the Singapore Code on Take-overs and Mergers, as may for the time being be applicable;

- (b) any Share that is purchased or otherwise acquired by the Company pursuant to the Share Buy-Back Mandate shall be dealt with in accordance with the Companies Act;
- (c) unless varied or revoked by the Company in a general meeting, the authority conferred on the Directors of the Company pursuant to the Share Buy-Back Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the passing of this Resolution and expiring on the earlier of:
 - (i) the conclusion of the next AGM or the date by which such AGM is required by the Constitution of the Company or the applicable laws of Singapore to be held;
 - (ii) the date on which the buy-back of the shares is carried out to the full extent mandated; or
 - (iii) the date on which the authority conferred in the Share Buy-Back Mandate is varied or revoked by Shareholders in a general meeting;
- (d) for purposes of this Resolution:

“Prescribed Limit” means ten per cent (10%) of the issued ordinary share capital of the Company as at the date of passing of this Resolution (excluding subsidiary holdings) unless the Company has effected a reduction of the share capital of the Company in accordance with the applicable provisions of the Companies Act, at any time during the Relevant Period, in which event the issued ordinary share capital of the Company shall be taken to be the amount of the issued ordinary share capital of the Company as altered (excluding any subsidiary holdings that may be held by the Company from time to time);

“Relevant Period” means the period commencing from the date of passing of this Resolution and expiring on the date the next AGM is held, or is required by the Constitution of the Company or the applicable laws in Singapore to be held, the date on which the buy-back of the Shares are carried out to the full extent mandated, or the date the said mandate is revoked or varied by Shareholders in a general meeting, whichever is the earlier;

“Maximum Price” in relation to a Share to be purchased, means an amount (excluding brokerage, commission, stamp duties, applicable goods and services tax, clearance fees and other related expenses) not exceeding:

- (i) in the case of a Market Purchase, 105% of the Average Closing Price; and
- (ii) in the case of an Off-Market Purchase, 110% of the Average Closing Price, where:

"Average Closing Price" means in the case of Market Purchase on SGX-ST, the average of the closing market prices of a Share over the last five (5) market days, on which transactions in the Shares were recorded on the SGX-ST, preceding the day of the Market Purchase by the Company or, as the case may be, the day of the making of the offer pursuant to the Off-Market Purchase and deemed to be adjusted for any corporate action, in accordance with the Mainboard Rules, that occurs during the relevant five (5)-day period and the day on which the purchase was made;

"day of the making of the offer" means the day on which the Company announces its intention to make an offer for the purchase of Shares from Shareholders, stating the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase;

"market day" means a day on which the SGX-ST is open for trading in securities; and

- (e) any of the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including without limitation, to execute all such documents as may be required and to approve any amendments, alterations or modifications to any documents), as they or he may consider desirable, expedient or necessary to give effect to the transactions contemplated by this Resolution.

[See Explanatory Note (iv)]

On Behalf of the Board

Chong Eng Wee
Company Secretary
Singapore, 8 January 2026

Explanatory Notes:

- (i) Ms. Jess Lim will, upon re-election as a Director, remain as the Group Managing Director, Executive Director and member of the Nominating Committee of the Company.

Mr. Chan Ka Leung Gary will, upon re-election as a Director, remain as a Lead Independent Non-Executive Director, the chairman of the Audit and Risk Committee and a member of both the Nominating Committee and Remuneration Committee of the Company. The Board of Directors (save for Mr. Chan Ka Leung Gary) considers him independent for the purposes of Rule 704(8) of the Mainboard Rules.

Mr. Chan Ka Leung Gary's tenure as an independent director will exceed the nine-year limit on 5 June 2026. Pursuant to Rule 210(5)(d)(iv) of the Mainboard Rules, a director who has served for more than nine years may continue to be regarded as independent until the conclusion of the next AGM. Accordingly, upon Mr. Chan Ka Leung Gary exceeding the nine-year tenure limit on 5 June 2026, he will continue to be regarded as independent up to the conclusion of the AGM for the financial year ending 30 September 2026.

- (ii) The payment of Directors' meeting allowances is for the additional and ad-hoc board meetings attended by the Directors during the financial year ended 30 September 2025.

- (iii) The Ordinary Resolution 9 in item 9 above, if passed, will empower the Directors, effective 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 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, fifty per cent (50%) of the total number of issued shares in the capital of the Company of which up to twenty per cent (20%) 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, share options or 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.

- (iv) The Ordinary Resolution 10 in item 10 above, if passed, will empower the Directors of the Company, with the effective period commencing from the date on which the ordinary resolution in relation to the Share Buy-Back Mandate is passed in a general meeting and expiring on the earliest of the date on which the next AGM is held or is required by law to be held, or the date the said mandate is revoked or varied by the Company in a general meeting to repurchase the Shares by way of market purchases or off-market purchases of up to ten per cent (10%) of the total number of issued shares in the capital of the Company (excluding Treasury Shares and subsidiary holdings) at the Maximum Price as defined in this Notice of AGM.

The rationale for the authority and limitation on, the sources of funds to be used for the purchase or acquisition including the amount of financing and the financial effects of the purchase or acquisition of Shares by the Company pursuant to the Share Buy-Back Mandate on the audited consolidated financial accounts of the Group for the financial year ended 30 September 2025 are set out in greater detail in the Appendix to the Notice of AGM dated 8 January 2026 issued by the Company.

HOLDING OF THE ANNUAL GENERAL MEETING

1. PROXY AND VOTING AT THE AGM

- 1.1. (a) A Shareholder who is not a Relevant Intermediary (as defined below) is entitled to appoint not more than two (2) proxies to attend, speak and vote at the AGM. Where such Shareholder's proxy form appoints more than one (1) proxy, the proportion of his/her/its shareholding concerned to be represented by each proxy shall be specified in the proxy form. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire shareholding and any second named proxy as an alternate to the first named or at the Company's option to treat the proxy form as invalid.

(b) A Shareholder who is a Relevant Intermediary (as defined below) is entitled to appoint more than two (2) proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such Shareholder. Where such Shareholder's proxy form appoints more than two (2) proxies, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the proxy form.

"Relevant Intermediary" has the meaning ascribed to it in Section 181 of the Companies Act.

- 1.2. A proxy need not be a member of the Company.

- 1.3. The proxy form appointing the Chairman of the AGM (or any person other than the Chairman of the AGM) as proxy to vote on the Shareholder's behalf at the AGM, duly executed, must be submitted in hard copy form or electronically via email:

- (a) if submitted by post, to be lodged at the registered office of the Company at 75 Beach Road #04-01 Singapore 189689; or
 - (b) if submitted electronically, be submitted via email to the Company, at agm@lhngroup.com.sg,

in either case, by **27 January 2026, 10:00 a.m.**, being no less than seventy-two (72) hours before the time appointed for the holding of the AGM (or at any adjournment thereof) and in default the proxy form shall be treated as invalid.

The completion and return of a proxy form by a Shareholder does not preclude him from attending and voting in person at the AGM should he subsequently decide to do so, although the appointment of the proxy shall be deemed to be revoked by such attendance.

- 1.4. Supplementary Retirement Scheme ("SRS") investors:

- (a) may vote at the AGM if they are appointed as proxies by their SRS Operators, and should contact their SRS Operators if they have any queries regarding their appointment as proxies; or
 - (b) may appoint the Chairman of the AGM as proxy, in which case they should approach their SRS Operators to submit their votes by **20 January 2026, 5:00 p.m.**.

- 1.5. The Annual Report, this notice of AGM, the appendix to notice of AGM and the proxy form may be accessed from the SGX-ST website at (www.sgx.com) and on the Company's website at (www.lhngroup.com).

Please note that only printed copies of this notice of AGM, proxy form and request form (on how to request for a copy of the Annual Report and appendix to notice of AGM) will be despatched to Shareholders as the Company has opted for electronic dissemination.

2. QUESTIONS

2.1. Submission of questions in advance of the AGM

Members can submit their questions related to the resolutions to be tabled for approval at the AGM in advance of the AGM in the following manner:

- (a) by post to the registered office of the Company at 75 Beach Road #04-01 Singapore 189689; or
- (b) by email to the Company at agm@lhngroup.com.sg,

by **15 January 2026, 10:00 a.m.**. Shareholders who submit questions in advance of the AGM should identify themselves by stating (i) his/her/its full name; (ii) NRIC/Passport No. (if the Shareholder is an individual) or the Company Registration No. (if the Shareholder is a corporation); and (iii) the manner in which he/she/it holds his/her/its Shares in the Company for verification purposes.

The Company will endeavour to respond to substantial and relevant questions from members submitted in advance and received by the Company via the SGX-ST website at (www.sgx.com) and the Company's website at (www.lhngroup.com) no later than 48 hours before the deadline for submission of the proxy forms. The Company will also address any subsequent clarifications sought, or follow-up questions, prior to, or at, the AGM in respect of substantial and relevant matters.

2.2. Asking questions at the AGM

Members and (where applicable) their duly appointed proxies will be able to ask questions related to the resolutions to be tabled for approval at the AGM, live at the AGM itself.

The Company will endeavour to respond to and address substantial and relevant questions as far as reasonably practicable during the AGM. Where there are substantially similar questions, the Company will consolidate such questions and consequently not all questions may be individually addressed.

The Company will, within one (1) month after the date of the AGM, publish the minutes of the AGM on SGXNet (<http://www.sgx.com/securities/company-announcement>) and the Company's corporate website (www.lhngroup.com), and the minutes will include the responses to the substantial and relevant questions which are addressed at the AGM.

3. PERSONAL DATA

3.1. Personal Data Privacy

“Personal data” in this notice has the meaning ascribed to it pursuant to the Personal Data Protection Act 2012 of Singapore (“**PDPA**”), which includes your name, address and NRIC/Passport number. By submitting (a) details for the registration to observe or participate in the proceeding of the AGM, (b) an instrument appointing a proxy or proxies to attend, speak and vote at the AGM and/or any adjournment thereof, or (c) any questions prior to the AGM in accordance with this notice of AGM, 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, administration and analysis by the Company (or its agents or service providers) of the appointment of the proxy(ies) for the AGM (including any adjournment thereof), processing the registration for purpose of granting access to members (or their appointed proxy(ies)) to observe and participate in the proceedings of the AGM, addressing relevant and substantial questions from members received before the AGM and if necessary, following-up with the relevant members in relation to such questions, and the preparation and compilation of the attendance 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 “**Use of Data 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 Use of Data 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.

Photographic, sound and/or video recordings at the AGM (including any adjournment thereof) may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the AGM. Accordingly, the personal data of a member of the Company (such as his name, his presence at the AGM and any questions he may raise or motions he propose/second) may be recorded by the Company for such purpose.