



JACKSPEED CORPORATION LIMITED

(Company Registration No. 199300300W)

(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

Unless otherwise defined, all capitalised terms used herein shall bear the same meaning as used in the circular dated 24 October 2019 issued by Jackspeed Corporation Limited.

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of **JACKSPEED CORPORATION LIMITED** (the "**Company**") will be held on 15 November 2019 at 9.30 a.m. at Copenhagen Room, 1st Floor, No. 3 International Business Park, Nordic European Centre, Singapore 609927 for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

ORDINARY RESOLUTION:

THE PROPOSED DISPOSAL OF THE ENTIRE BUSINESS AND BUSINESS ASSETS OF THE COMPANY AS AN INTERESTED PERSON TRANSACTION AND A MAJOR TRANSACTION

That:

- (1) approval be and is hereby given for the Proposed Disposal, on the terms and subject to the conditions set out in the SPA, being an interested person transaction and a major transaction for the purposes of Chapters 9 and 10 of the Listing Manual respectively; and
- (2) any of the Directors be and are hereby authorised to complete and do all such acts and things (including but not limited to approving, amending, modifying, supplementing and executing all such documents as may be required), as he may consider necessary, desirable, expedient or in the interests of the Company to give effect to this Ordinary Resolution and/or the Proposed Disposal as he may deem fit.

Note to the Ordinary Resolution:

- (1) Pursuant to Rule 919 of the Listing Manual, Mr. Yap Kian Peng and his Associates will abstain from exercising any voting rights in relation to the Ordinary Resolution.

SPECIAL RESOLUTION:

THE PROPOSED CAPITAL REDUCTION AND PROPOSED CASH DISTRIBUTION

That, subject to and contingent upon the passing of the Ordinary Resolution, approval be and is hereby given to the Company for the following actions:

- (1) the issued and paid-up share capital of the Company be reduced by approximately S\$36,572,000 from S\$36,865,088 (as at the Latest Practicable Date) to S\$293,088 and returning the sum of approximately S\$36,572,000 to the Shareholders, being registered holders of the Shares other than the Company, except that where the registered holder is The Central Depository (Pte) Limited, the term "**Shareholders**" shall mean the Depositors (other than the Company) as defined under the Companies Act, on the basis of approximately S\$0.1215 for each issued ordinary share in the capital of the Company held by a Shareholder; and
- (2) any of the Directors be and are hereby authorised to complete and do all such acts and things (including but not limited to approving, amending, modifying, supplementing and executing all such documents as may be required), as he may consider necessary, desirable, expedient or in the interests of the Company to give effect to this Special Resolution and/or the Proposed Capital Reduction and Proposed Cash Distribution as he may deem fit.

By order of the Board

Chua Sze Chyi / Chew Kok Liang
Joint Company Secretaries

24 October 2019

Notes:

1. (a) A member of the Company (other than a Relevant Intermediary*), entitled to attend, speak and vote at a meeting of the Company, is entitled to appoint not more than two (2) proxies to attend, speak and vote in his/her stead. Where such member appoints two (2) proxies, the appointments shall be invalid unless he/she specifies the proportion of his or her shareholding (expressed as a percentage of the whole) to be represented by each proxy.
(b) A Member who is a Relevant Intermediary* is entitled to appoint more than two (2) proxies to attend, speak and vote at the meeting of the Company 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 or class of shares shall be specified).
2. A proxy need not be a member of the Company.
3. A Relevant Intermediary* may appoint more than two 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).
4. The instrument appointing a proxy must be deposited at the Registered Office of the Company at 221 Henderson Road, #06-15 Henderson Building, Singapore 159557 not less than 48 hours before the time appointed for holding the Meeting.

*A Relevant Intermediary is:-

- (a) a banking corporation licensed under the Banking Act (Cap. 19) 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 (Cap. 289) and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act (Cap. 36), 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 Extraordinary General 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 or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or its service providers) of proxies and representatives appointed for the Extraordinary General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Extraordinary General Meeting (including 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 (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.