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# NOTICE OF EXTRAORDINARY GENERAL MEETING

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## **KINGSMEN CREATIVES LTD.**

(Incorporated in the Republic of Singapore)  
(Company Registration Number: 200210790Z)

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting of Kingsmen Creatives Ltd. (the “**Company**”) will be held at 22 Changi Business Park Central 2, The Kingsmen Experience, Singapore 486032 on Wednesday, 15 May 2024 at 10.00 a.m. (the “**EGM**”) for the following purpose:

### **AS SPECIAL BUSINESS**

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

### **ORDINARY RESOLUTION: THE PROPOSED DISPOSAL**

That:

- (a) approval be and is hereby given for the disposal by K-Fix Production Sdn. Bhd. (the “**Vendor**”), an indirect wholly owned subsidiary of the Company, of a property located at Geran 237182 Lot 2592 in Mukim Senai, District of Kulai, State of Johor, Malaysia, on the terms and subject to the conditions of the sale and purchase agreement dated 11 March 2024 entered into by and between the Vendor and Hiroyuki Industries (M) Sdn. Bhd. (the “**Proposed Disposal**”);
- (b) the Directors of the Company and/or any of them 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 and/or he/she may consider expedient, necessary, desirable or in the interests of the Company to give full effect to the transactions contemplated and/or authorised by this Ordinary Resolution; and
- (c) to the extent that any action in connection with the Proposed Disposal has been performed or otherwise undertaken (whether partially or otherwise), such actions be and are hereby approved, ratified and confirmed.

*(See Explanatory Note below)*

By Order of the Board of Directors of the Company

Chee Yuen Li, Andrea  
Tan Yong Kwang  
Joint Company Secretaries

Singapore  
23 April 2024

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## Explanatory Note:

Further information relating to the Proposed Disposal can be found in the Company's circular to shareholders of the Company ("**Shareholders**") dated 23 April 2024 (the "**Circular**").

## Notes:

*Unless otherwise defined or the context otherwise requires, all capitalised terms used herein shall have the same meanings ascribed to them in the Circular.*

1. Shareholders are invited to attend the EGM in person. There will be **NO** option for Shareholders to participate virtually.
2. Documents relating to the business of the EGM, which comprise the Circular, this Notice of EGM and the accompanying Proxy Form for the EGM (the "**Proxy Form**"), will be published on SGXNET and the Company's website at the following link: <http://kingsmen.listedcompany.com/#egm> on 23 April 2024. Printed copies of the Notice of EGM and Proxy Form will be mailed to Shareholders. A Shareholder may request a printed copy of the Circular by submitting the request to the Company via email at [egm@kingsmen-int.com](mailto:egm@kingsmen-int.com). For the request to be valid for processing, the Shareholder must specify "Request for Printed Copy of Circular relating to Proposed Disposal" as the subject of the email, and for verification and mailing purposes, state his/her/its full name (as per CDP records), identification number, contact number and mailing address.
3. A Shareholder who is not a Relevant Intermediary and is entitled to attend, speak and vote at the EGM is entitled to appoint not more than two proxies to attend, speak and vote in his/her/its stead. A proxy need not be a Shareholder.
4. Where a Shareholder appoints more than one proxy, he/she/it shall specify the proportion of his/her/its shareholdings to be represented by each proxy in the instrument appointing the proxies.
5. A Shareholder who is a Relevant Intermediary entitled to attend, speak and vote at the EGM is entitled to appoint more than two proxies to attend, speak and vote at the EGM instead of such Shareholder, but each such proxy must be appointed to exercise the rights attached to a different Share or Shares held by such Shareholder. Where such Shareholder appoints more than two proxies, the appointments shall be invalid unless the Shareholder specifies the proportion of shareholdings in relation to which each proxy has been appointed.
6. If the Shareholder is a corporation, the instrument appointing the proxy or proxies must be executed under its common seal or the hand of its attorney or a duly authorised officer.
7. A corporation which is a Shareholder may authorise by resolution of its directors or other governing body such person(s) as it thinks fit to act as its representative(s) at the EGM, in accordance with Section 179 of the Companies Act.
8. The instrument appointing a proxy or proxies must be submitted in the following manner:
  - (i) if submitted by post, be deposited at the registered office of the Company at 22 Changi Business Park Central 2, The Kingsmen Experience, Singapore 486032; or
  - (ii) if submitted electronically, be submitted via email to [proxyform@kingsmen-int.com](mailto:proxyform@kingsmen-int.com),in either case, not less than **72 hours** before the time appointed for the holding of the EGM.

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9. Shareholders who hold their Shares through a Relevant Intermediary (including SRS Investors, CPF Investors and holders under depository agents) and who wish to exercise their votes should approach their respective Relevant Intermediaries (including their respective SRS Agent Banks, CPF Agent Banks or depository agents) to submit their voting instructions by **5.00 p.m. on 6 May 2024**, being seven (7) working days before the date of the EGM.
10. The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed, 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 if the Shareholder, being the appointor, is not shown to have Shares entered against his/her/its name in the Depository Register as at 72 hours before the time appointed for the holding of the EGM, as certified by the CDP to the Company.
11. Shareholders may submit questions relating to the resolution to be tabled for approval at the EGM in advance to the Company:
  - (i) by post to the registered office of the Company at 22 Changi Business Park Central 2, The Kingsmen Experience, Singapore 486032; or
  - (ii) by email via [egm@kingsmen-int.com](mailto:egm@kingsmen-int.com),  
together with their full name (as per CDP records), identification number and contact number (to enable the Company and/or its agents and service providers to authenticate their status as Shareholders), by **10.00 a.m. on 1 May 2024**. Shareholders or their appointed proxy or proxies may also ask questions relating to the resolution to be tabled for approval at the EGM, in person during the EGM. The Company shall address relevant and substantial questions relating to the resolution to be tabled for approval at the EGM received before and during the EGM, at the EGM.
12. The Company will publish the minutes of the EGM on SGXNET and the Company's website within one (1) month after the date of the EGM. The minutes of the EGM will include the Company's responses to relevant and substantial questions relating to the resolution to be tabled for approval at the EGM that were addressed at the EGM.

### **Personal Data Privacy:**

By attending the EGM and/or any adjournment thereof, or submitting an instrument appointing a proxy or proxies and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, or submitting any question prior to or during the EGM, or submitting a request for a printed copy of the Circular, in accordance with this Notice of EGM, a Shareholder:

- (a) consents to the collection, use and disclosure of his/her/its personal data by the Company (or its agents or service providers) for the following purposes:
  - (i) the processing and administration by the Company (or its agents or service providers) of proxy or proxies and/or representative(s) appointed for the EGM and/or any adjournment thereof;
  - (ii) addressing relevant and substantial question(s) from him/her/it received prior to or during the EGM and if necessary, following up with him/her/it in relation to such question(s);
  - (iii) the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM and/or any adjournment thereof;

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- (iv) processing and effecting any request for a printed copy of the Circular from him/her/it; and
- (v) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines,

(collectively, the “**Purposes**”),

- (b) warrants that where he/she/it discloses the personal data of his/her/its proxy or proxies and/or representative(s) to the Company (or its agents or service providers), he/she/it has obtained the prior consent of such proxy or proxies 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 or proxies and/or representative(s) for the Purposes, and
- (c) agrees that he/she/it will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of his/her/its breach of warranty.