

JEP HOLDINGS LTD.

(Incorporated in the Republic of Singapore on 12 March 1994)
(Company Registration No.: 199401749E)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of the Company will be held at Carlton Hotel Singapore, Level 2, Empress Ballroom 4, 76 Bras Basah Road, Singapore 189558 on 23 April 2019 at 10:30 a.m. (or as soon as practicable immediately following the conclusion or adjournment of the annual general meeting of the Company to be held at 10:00 a.m. on the same day and at the same place), for the purpose of considering and, if thought fit, passing (with or without any modifications) the following resolutions set out below.

All capitalised terms used in this Notice which are not defined shall have the same meaning ascribed to them in the circular to shareholders of the Company dated 5 April 2019 (the "Circular").

ORDINARY RESOLUTION 1: PROPOSED ADOPTION OF THE IPT GENERAL MANDATE

THAT:-

- (a) approval be and is hereby given, for the purposes of Chapter 9 of the Catalyst Rules, for the Company and/or its subsidiaries, to enter into any of the transactions falling within the types of Interested Person Transactions described in the Circular with the Interested Persons, provided that such transactions are made on normal commercial terms and in accordance with the review procedures for the Interested Person Transactions as set out in the Circular;
- (b) the proposed adoption of the IPT General Mandate shall, unless revoked or varied by the Company in general meeting, continue in force until the next Annual General Meeting of the Company is held or is required by law to be held; and
- (c) the Directors be and are hereby authorised to take such steps, approve all matters and enter into all such transactions, arrangements and agreements and execute all such documents and notices as may be necessary or expedient for the purposes of giving effect to the proposed adoption of the IPT General Mandate as such Directors or any of them may deem fit or expedient or to give effect to this ordinary resolution.

ORDINARY RESOLUTION 2: THE PROPOSED PURCHASE OF MACHINERY FROM AN INTERESTED PERSON UNDER CHAPTER 9 OF THE CATALIST RULES

THAT:-

- (a) approval be and is hereby given, for the Company to purchase in aggregate up to 16 units of Machinery (as described in the Circular) from UMS and its subsidiaries for the aggregate consideration of not more than S\$4.36 million (the "Proposed Acquisition");
- (b) the Directors be and are hereby authorised to take such steps, approve all matters and enter into all such transactions, arrangements and agreements and execute all such documents and notices as may be necessary or expedient for the purposes of giving effect to the Proposed Acquisition as such Directors or any of them may deem fit or expedient or to give effect to this ordinary resolution; and
- (c) the authority conferred by this ordinary resolution shall expire on the earlier of:
 - (i) the date on which the next annual general meeting of the Company is held or required by law to be held; or
 - (ii) the date on which the purchases of the Machinery by the Company pursuant to the Proposed Acquisition are carried out to the full extent mandated,unless varied or revoked by the Company in general meeting.

By Order of the Board

Zee Hoong Huay
Executive Director
JEP Holdings Ltd.

5 April 2019

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 EGM. Where such member's form appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.
(b) A member who is a relevant intermediary is entitled to appoint more than two proxies to attend and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member's form of proxy appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act, Cap. 50.

2. A proxy need not be a member of the Company.
3. The instrument appointing a proxy or proxies must be deposited at the Company's registered office at 16 Seletar Aerospace Crescent, Singapore 797567, not less than forty-eight (48) hours before the time appointed for the meeting.

Personal data privacy:

By 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, 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.

This Notice has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, RHT Capital Pte. Ltd. (the "Sponsor"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalyst. The Sponsor has not independently verified the contents of this Notice.

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

The details of the contact person for the Sponsor is:

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