

CHEMICAL INDUSTRIES (FAR EAST) LIMITED

(the "Company")

(Incorporated in the Republic of Singapore)

Registration No. 196200046K

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Company will be held by electronic means on Thursday, 21 July 2022 at 10.30 a.m. for the following purposes: -

A G E N D A

As Ordinary Business

1. To receive and adopt the Audited Financial Statements and Directors' Statement of the Company for the financial year ended 31 March 2022 together with the Auditors' Report thereon. **(Resolution 1)**
2. To approve Directors' fee of \$518,622 (2021: \$454,750) for the financial year ended 31 March 2022. **(Resolution 2)**
3. To declare a one-tier tax exempt final dividend of 1.5 cents per share and a special one-tier tax exempt dividend of 1.8 cents per share for the financial year ended 31 March 2022 (2021: final dividend of 1.5 cents per share). **(Resolution 3)**
4. To re-elect the following Directors who will retire pursuant to Article 96 of the Constitution of the Company:
 - (i) Mr Lim Chee San **(Resolution 4)**
 - (ii) Dr Tay Kin Bee **(Resolution 5)****(See Explanatory Note 1)**
5. To re-elect the following Directors who will retire pursuant to Article 95(2) of the Constitution of the Company:
 - (i) Yeo Hock Chye **(Resolution 6)**
 - (ii) Lim Yew Nghee **(Resolution 7)****(See Explanatory Note 1)**
6. To re-appoint Deloitte & Touche LLP as auditors of the Company to hold office until the next Annual General Meeting and to authorize the Directors to fix their remuneration. **(Resolution 8)**

AS SPECIAL BUSINESS

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

7. **Authority to allot and issue shares**
 - (a) That pursuant to Section 161 of the Companies Act, Cap. 50, and Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited ("SGX-ST"), approval be and is hereby given to the Directors of the Company at any time to such persons and upon such terms and for such purposes as the Directors may in their absolute discretion deem fit, to:
 - (i) issue shares in the capital of the Company whether by way of rights, bonus or otherwise; and/or
 - (ii) make or grant offers, agreements or options that might or would require shares to be issued or other transferable rights to subscribe for or purchase shares (collectively, "Instruments") including but not limited to the creation and issue of warrants, debentures or other instruments convertible into shares; and/or
 - (iii) issue additional Instruments arising from adjustments made to the number of Instruments previously issued in the event of rights, bonus or capitalisation issues; and

- (b) (notwithstanding the authority conferred by the shareholders may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while the authority was in force, provided always that:
- (i) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be 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), of which the aggregate number of shares (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) to be issued other than on a pro rata basis to shareholders of the Company does not exceed 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings), and for the purpose of this Resolution, the total number of issued shares (excluding treasury shares and subsidiary holdings) shall be the Company's total number of issued shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, after adjusting for:
 - (A) new shares arising from the conversion or exercise of convertible securities,
 - (B) new shares arising from exercising share options or vesting of share awards provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual of the SGX-ST,
 - (C) any subsequent bonus issue, consolidation or subdivision of the Company's shares,and adjustments in accordance with (A) or (B) 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 the passing of this resolution, and
 - (ii) such authority shall, unless revoked or varied by the Company at a general meeting, continue in force until the conclusion of the next Annual General Meeting or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier."

(Resolution 9)
(See Explanatory Note 2)

8. To transact any other business.

BY ORDER OF THE BOARD

FOO SOON SOO
Company Secretary

4 July 2022

EXPLANATORY NOTES:-

1. Mr Lim Chee San will upon being re-elected as a Director of the Company, remain as Chairman of the Remuneration Committee and member of the Audit and Nominating Committees.

Dr Tay Kin Bee will upon being re-elected as a Director of the Company, remain as Chairman of the Nominating Committee and member of the Audit and Remuneration Committees.

Mr Yeo Hock Chye will upon being re-elected as a Director of the Company, remain as Chairman of the Board and Audit Committee and member of the Nominating and Remuneration Committees.

Mr Lim Yew Nghee will upon being re-elected as a Director of the Company, remain as member of the Audit, Nominating and Remuneration Committees.

Mr Lim Chee San, Dr Tay Kin Bee and Mr Yeo Hock Chye are considered independent for the purpose of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited.

Mr Lim Yew Nghee is considered non-independent for the purpose of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited.

In accordance with the Listing Rules of SGX-ST, the information as set out in Appendix 7.4.1 of the Listing Manual in respect of Mr Yeo Hock Chye, Dr Tay Kin Bee, Mr Lim Yew Nghee and Mr Lim Chee San standing for re-election at the forthcoming AGM are provided under "Additional Information on Directors seeking re-election" in this Annual Report.

2. Resolution 9, if passed, will empower the Directors of the Company from the date of the above Meeting until the next Annual General Meeting to issue shares and convertible securities in the Company up to an amount not exceeding in aggregate 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company of which the total number of convertible securities issued other than on a pro rata basis to existing shareholders shall not exceed 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company at the time the resolution is passed, for such purposes as they consider would be in the interests of the Company. The total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company for this purpose shall be the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed (after adjusting for new shares arising from the conversion or exercise of convertible securities or share options which are outstanding or subsisting at the time this Resolution is passed and any subsequent bonus issues, consolidation or subdivision of the Company's shares). This authority will, unless revoked or varied at a general meeting, expire at the next Annual General Meeting of the Company.

NOTES:

1. The Annual General Meeting (“AGM”) will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. **Shareholders will be able to watch the AGM proceedings through the Live AGM Webcast. There will not be any physical attendance by shareholders.**

Live Webcast:

2. Shareholders (including investors holding shares through Central Provident Fund (“CPF”) and Supplementary Retirement Scheme (“SRS”) may watch the AGM proceedings through the Live AGM Webcast by registering at <https://globalmeeting.bigbangdesign.co/cil2022/> (the “Registration Link”) by 10.30 a.m. on 18 July 2022 (the “Registration Deadline”) to enable the Company to verify their status.
3. Following verification, authenticated shareholders will receive an email by 10.30 a.m. on 20 July 2022 containing a link to access the live audio-visual webcast of the AGM proceedings as well as a telephone number to access the live audio-only stream of the AGM proceedings.
4. Shareholders must not forward the abovementioned link or telephone number to other persons who are not shareholders of the Company and who are not entitled to attend the AGM. This is also to avoid any technical disruptions or overload to the Live AGM Webcast.

Shareholders who register by the Registration Deadline but do not receive an email response by 10.30 a.m. on 20 July 2022 may contact the Company by email to investorrelations@cil.com.sg

Submission of Proxy Forms to Vote:

5. Shareholders who wish to vote at the AGM may submit a proxy form to appoint the Chairman of the AGM to cast votes on their behalf.
6. The proxy form (a copy of which is also attached hereto), duly completed and signed, must be submitted by:
 - (a) mail to the Company’s Share Registrars, B.A.C.S. Private Limited, registered office at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896; or
 - (b) email to main@zicoholdings.com

by no later than 10.30 a.m. on 19 July 2022, being 48 hours before the time fixed for the AGM.

7. CPF or SRS investors who wish to vote should approach their respective CPF Agent Bank or SRS Operators to submit their votes at least seven (7) working days before the AGM (i.e. by 5.00 p.m. on 11 July 2022) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the AGM to vote on their behalf by the cut-off date.
8. **Please note that shareholders will not be able to vote through the live webcast and can only vote with their proxy forms which are required to be submitted in accordance with the foregoing paragraphs.**

Submission of Questions:

9. Shareholders may submit questions relating to the items on the agenda of the AGM to investorrelations@cil.com.sg stating their names and identification number for verification. All questions must be submitted by 10.30 a.m. on 12 July 2022.
10. The Company will endeavour to address the substantial and relevant questions at or before the AGM. The responses to such questions from shareholders, together with the minutes of the AGM, will be posted on the SGXNet and the Company’s website within one month after the date of the AGM. The Company will endeavour to address the substantial and relevant questions at or before the AGM. The responses to such questions from shareholders will be posted on SGXNET by 17 July 2022 at 10.30 a.m. The minutes of the AGM, will be posted on the SGXNet and the Company’s website within one month after the date of the AGM.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing the Chairman of the AGM to attend, speak and vote at the AGM and / or any adjournment thereof, a member of the Company 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 proxies for the AGM (including any adjournment thereof) 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, take-over rules, regulations and / or guidelines.

NOTICE OF BOOKS CLOSURE

NOTICE IS HEREBY GIVEN that the Share Transfer Books and Register of Members of Chemical Industries (Far East) Limited (the "**Company**") will closed on 29 July 2022 after 5.00 p.m. for the preparation of dividend warrants.

Duly completed registrable transfers received by the Company's Share Registrar, B.A.C.S. Private Limited of 77 Robinson Road, #06-03 Robinson 77, Singapore 068896 up to 5.00 p.m. on 29 July 2022 will be registered to determine shareholders' entitlements to the proposed final dividend. Members whose securities accounts with The Central Depository (Pte) Limited credited with shares in the Company at 5.00 p.m. on 29 July 2022 will be entitled to such proposed final dividends.

Payment of the proposed final dividends, if approved by shareholders at the Annual General Meeting to be held on 21 July 2022 will be paid on 12 August 2022.

BY ORDER OF THE BOARD

FOO SOON SOO
Company Secretary

4 July 2022